

ULTIMATE
SPIDER-MAN

ISSUE
23

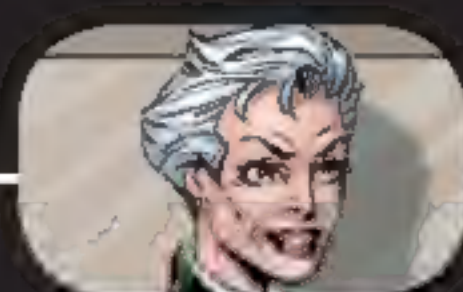
RESPONSIBLE

BENDIS
BAGLEY
THIBERT

MARVEL



Peter Parker



Aunt May



Mary Jane Watson



Harry Osborn



Norman Osborn



Gwen Stacy



Flash Thompson

The bite of an irradiated spider granted high-school student Peter Parker incredible, arachnid-like powers. Strength, agility, a spider-like sixth sense warning him of personal danger. And most amazing of all-- Peter can walk on walls.

When a burglar killed his beloved uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He had learned an invaluable lesson: With great power, there must also come great responsibility!

Now the fledgling super hero tries to balance a full High School curriculum, a night job as web designer of the tabloid the Daily Bugle, his relationship with the only person who knows his secrets-- the beautiful Mary Jane Watson, and the swing time as the misunderstood web-slinging Spider-Man.

PREVIOUSLY IN ULTIMATE SPIDER-MAN:

Norman Osborn was developing a wonder drug called Oz. Testing of the mystery drug created the genetically altered spider that accidentally created Spider-Man.

Peter was shocked to find that Harry Osborn is back in town and back in school-- and even more shocked to find out that Norman Osborn is alive and well. Harry invites a shocked and terrified Peter over for dinner at their new penthouse apartment in the city. Peter meets Norman Osborn for the first time since their terrifying battle months ago, but Peter doesn't know what he is going to see when Norman appears, as he was the Green Goblin the last time they met.

Norman looks like a normal human being, but he tells a shocked Peter that he is no longer "allowed" to be Spider-Man and that he now works for OsCorp. Peter stares in shock as Norman injects himself with the Oz drug, turning himself into a more mature mutation of the Green Goblin.



S t a n L e e p r e s e n t s :

ULTIMATE SPIDER-MAN

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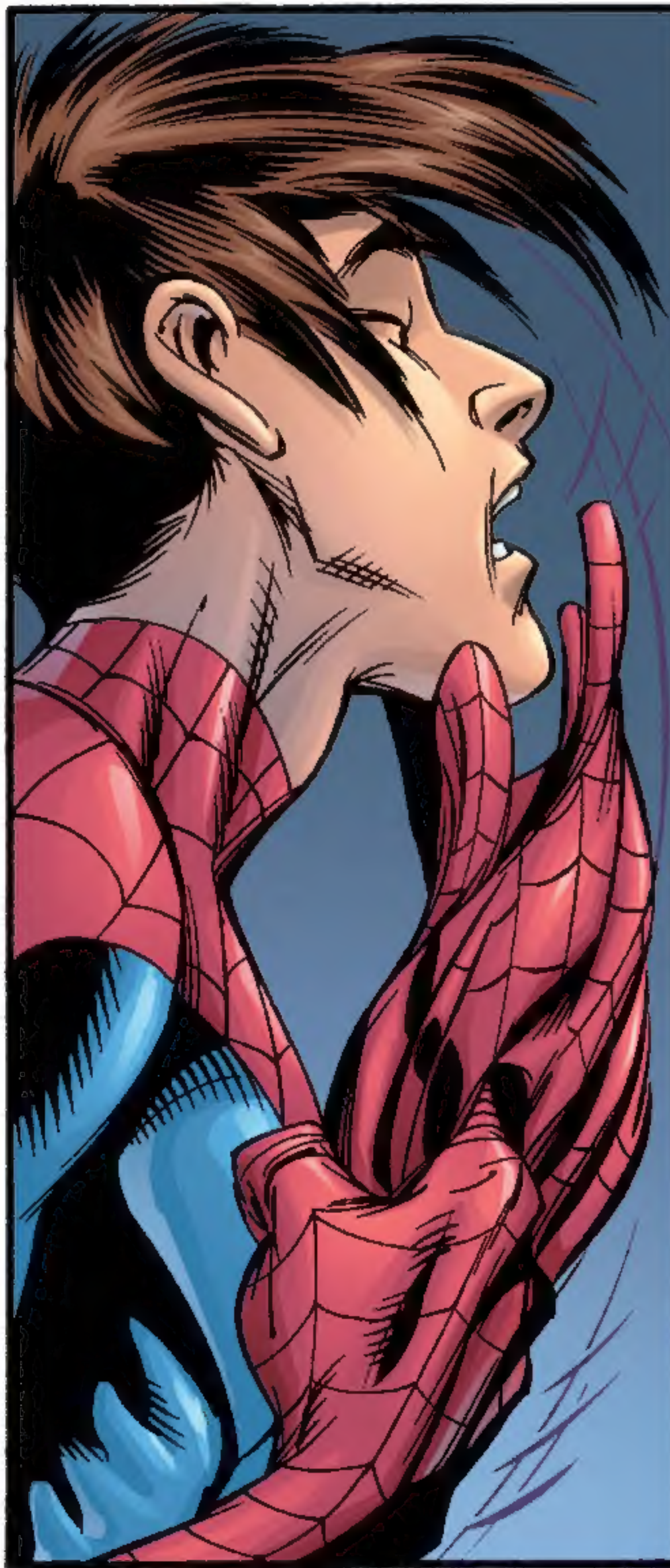
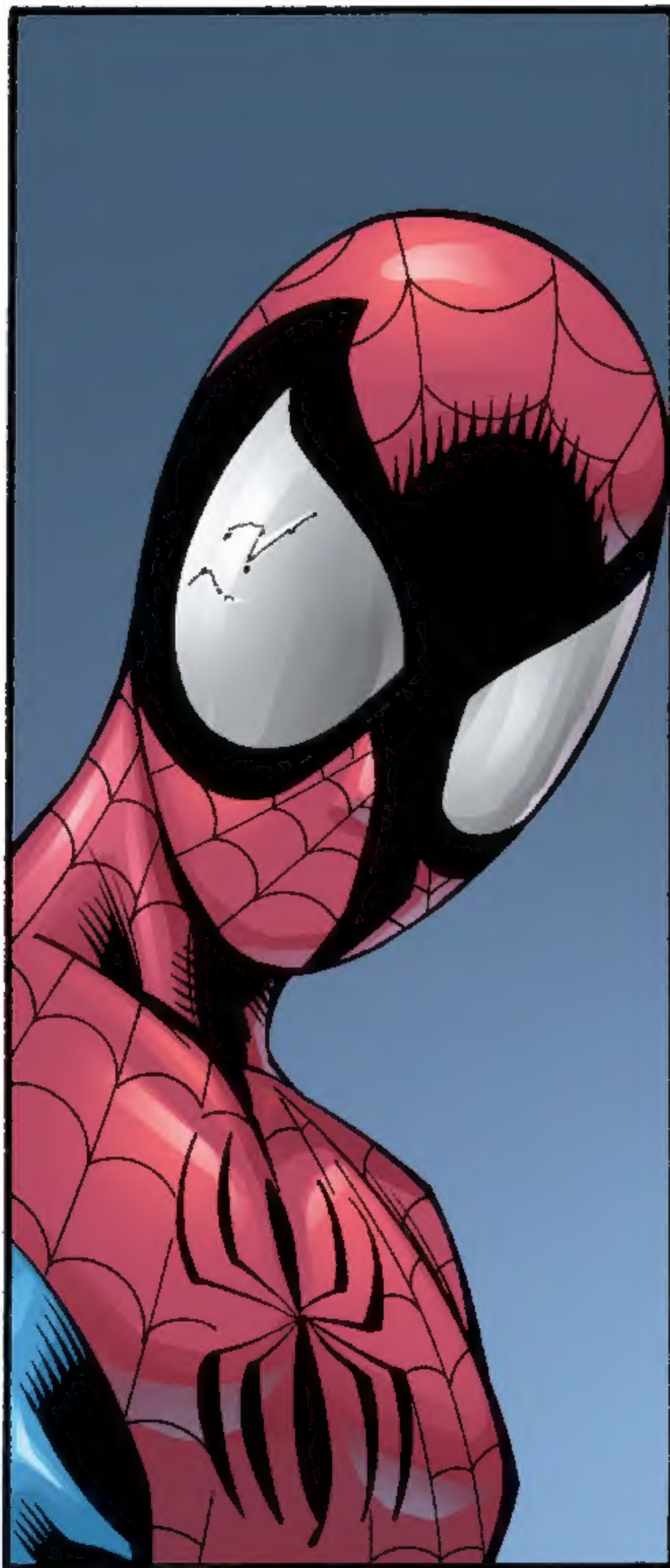
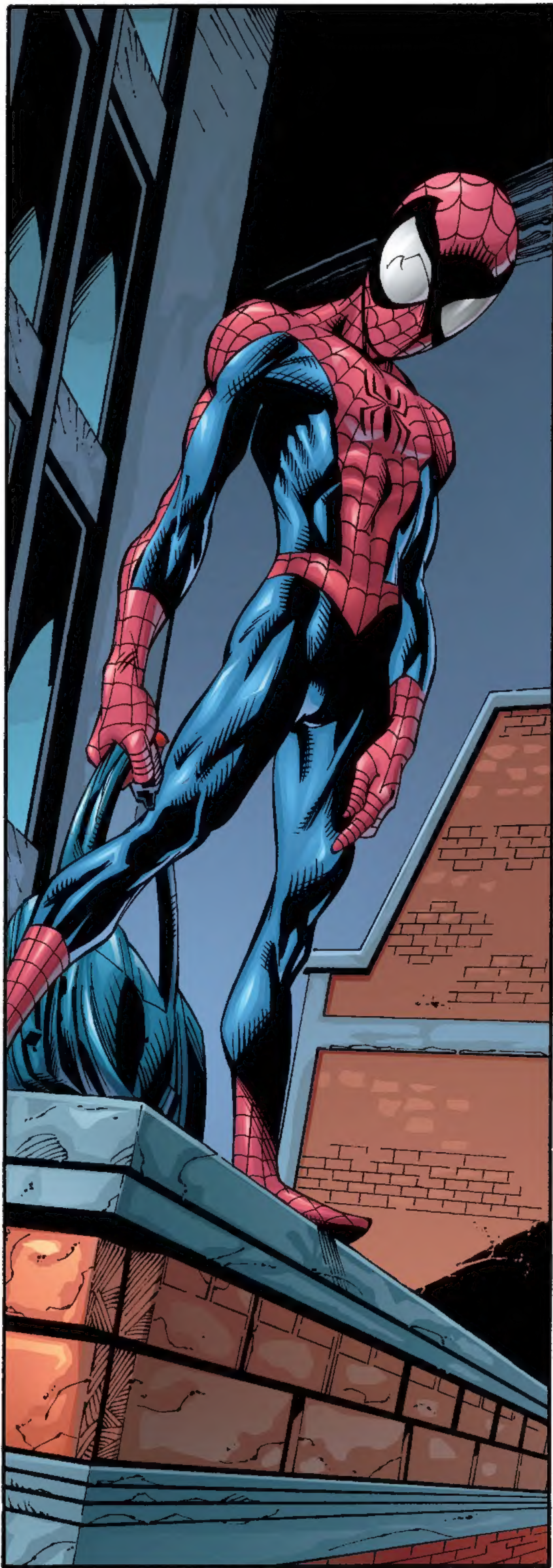
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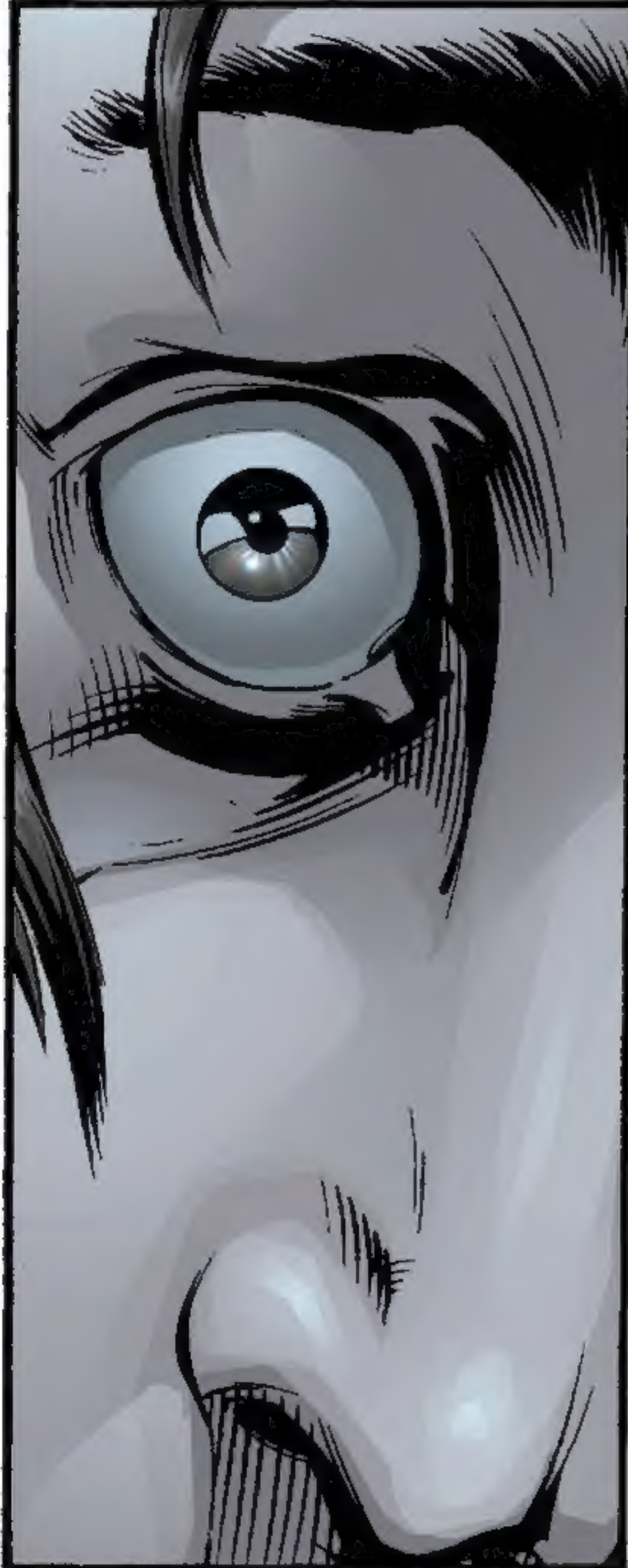
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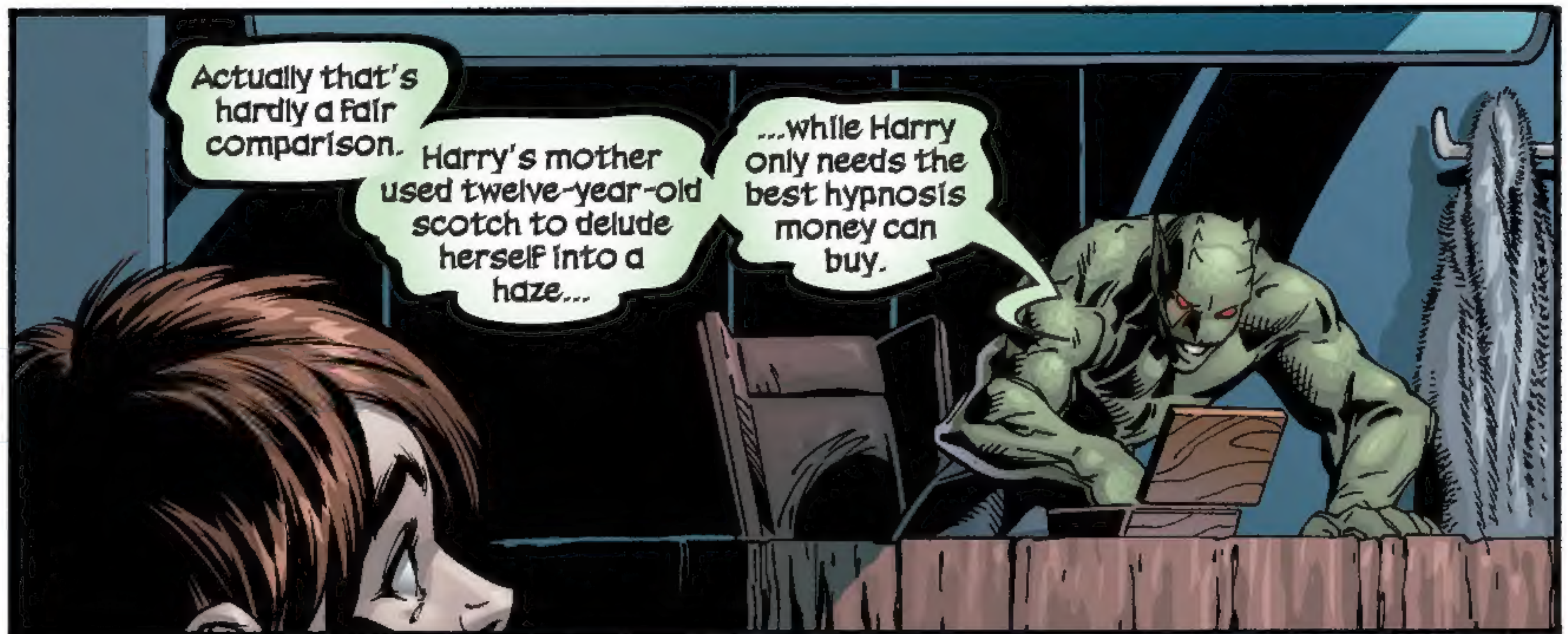




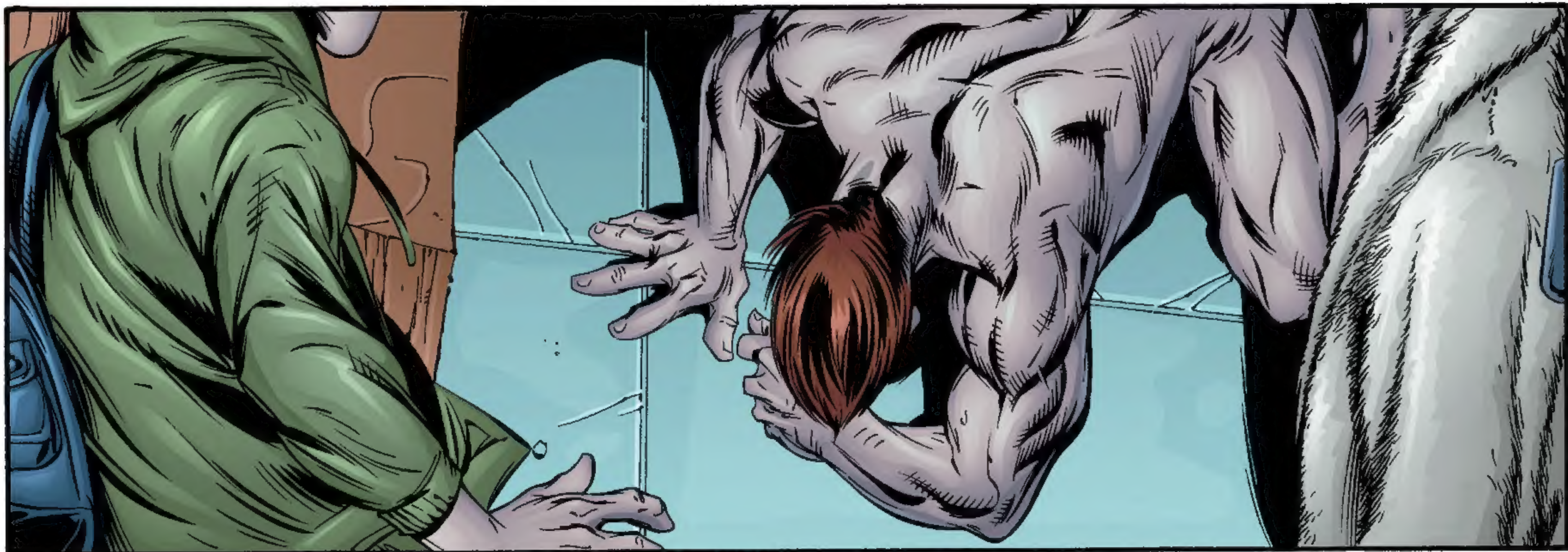
Twelve minutes ago...



Okay, just so we know who's in charge.







Where was I?

Oh, yes, Harry.



No, Harry doesn't know that his dad is the next step in human evolution--

--or that his best friend is, I mean was, Spider-Man.

No.

Not yet.



Maybe one day when he's ready-- when I feel the boy can handle his true destiny as an Osborn.

But for now it's our little secret. Our bond as men. Our first of many, Peter.

Daaaaaad!

Because from this day forward, now and forever, you belong to me.

You work for me. You do as I say. And for that you will be rewarded.

Your future in this world will be a fine one. One worthy of your budding intellect and power.



But there may be some things you have to do that you might not agree with--

--some decisions I make that you don't understand.

And even though you may not appreciate my grand vision just yet, you will obey me.

Because if you do not... Well...

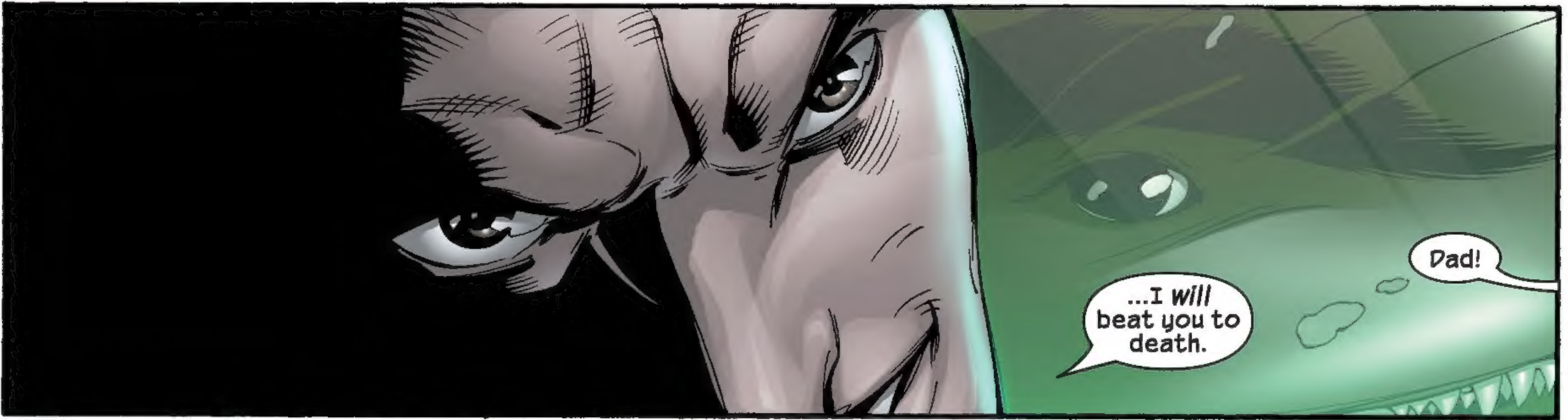


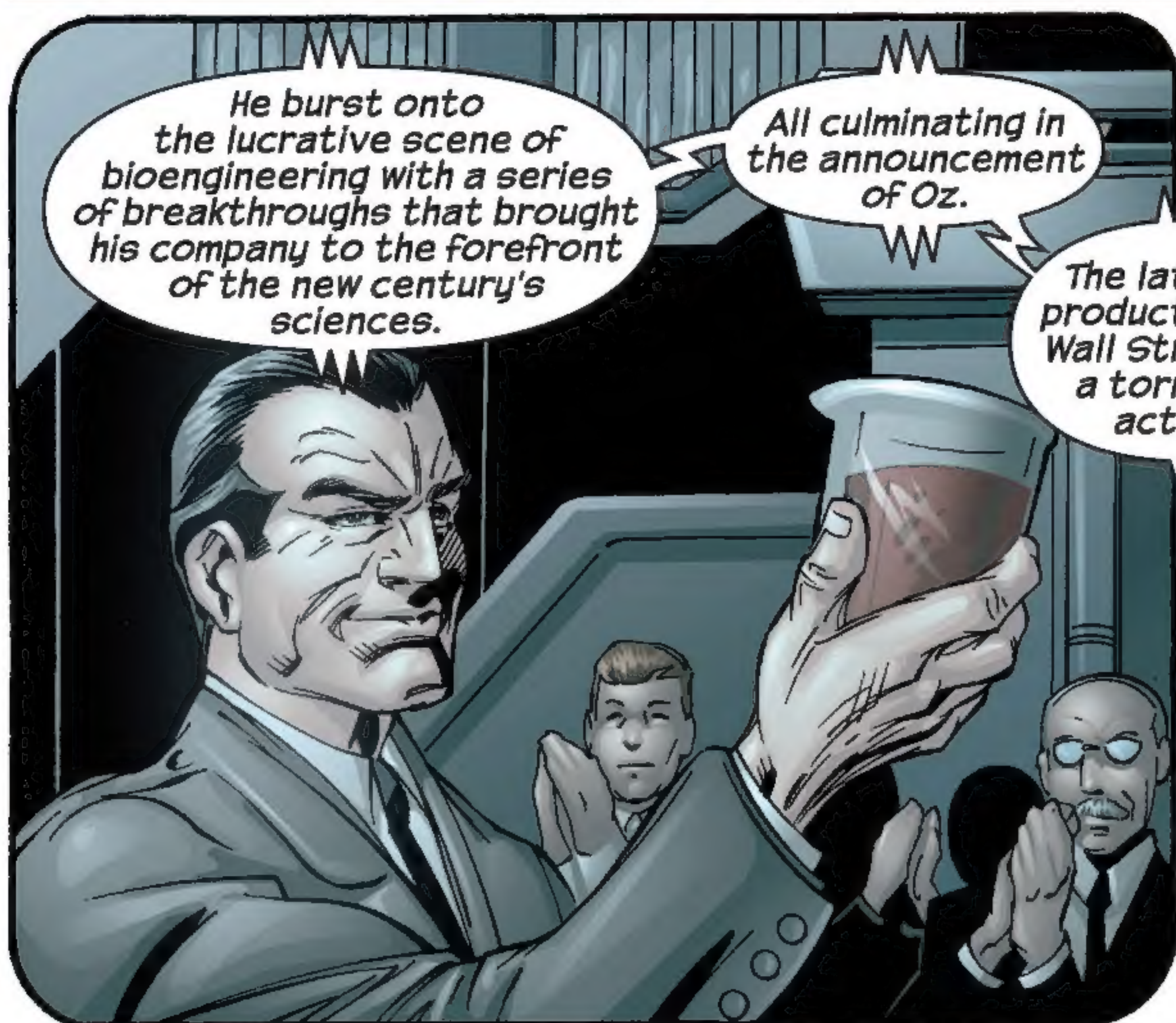
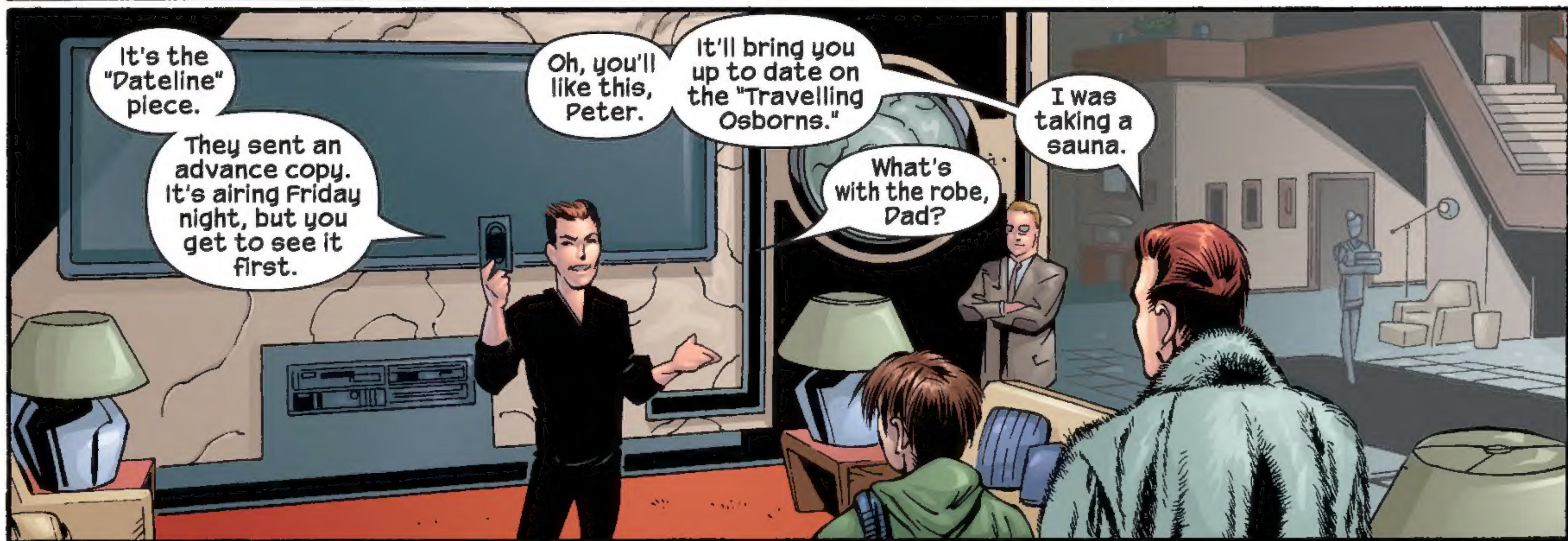
Well, first I will torture and possibly murder your dear auntie... I'll probably do it right in front of you.

Or maybe I'll just destroy your little girlfriend.

Mary Jane, right?









But all that changed last November...

The day of the accident that destroyed one of OsCorp major facilities, killing dozens of its employees and maybe even Norman Osborn himself.

The fate of Norman Osborn and his latest invention became a mystery as well.

What was Oz? And where did it go?

Were the reports of Norman Osborn's death true?

Without answers, as quickly as Osborn's star skyrocketed, it disappeared.

But was Osborn's death a fake? Or was it all a cunning disappearing act?

I had gone into hiding to protect my son and myself-- hoping and waiting for the authorities to catch up to this vicious maniac.

And with Justin Hammer dead...

Yes.

...You feel it's safe to come out of hiding?

I do.

Like any parent, I believe my boy deserves the best that life has to offer.

And I believe the world deserves my best effort in making this a better place to raise our children.

Gotta go...

And the reports are that Otto Octavius, Doctor Octopus, was somewhat responsible for Justin Hammer's death--

You saw what I saw.

He used to work for you.

Yes, but we have had no contact since the horrible accident that disfigured him so.

I have no idea what has happened to him-- but I assume that he came to the same conclusion that I did about Hammer's involvement in the destruction of our lives.

What's wrong, Peter?

Let him go, Harry.

But...

You'll see him tomorrow.

And about how he plans to rebuild his life and company again from the ground up.

So, Norman, where have you been?

The explosion at our main facility was a devastating eye opener to me.

Not only had we lost the lives of some of the most dedicated and brilliant American scientific minds-- it endangered the life of my only son in the process.

Luckily we both escaped the explosion by the skin of our teeth.

Do you believe the explosion was sabotage?

I absolutely do.

I believe that my competition with Justin Hammer was somehow responsible for both the death of my wife and the sabotage at my plant.

...Until tonight.

The rumors went flying but no answer ever came...

And if so, why?

 **Now.**



How was your big limo ride, Mr. Rock Star?



Stank.

You okay?

No.

You didn't have a good time with Harry?



Hmmm...

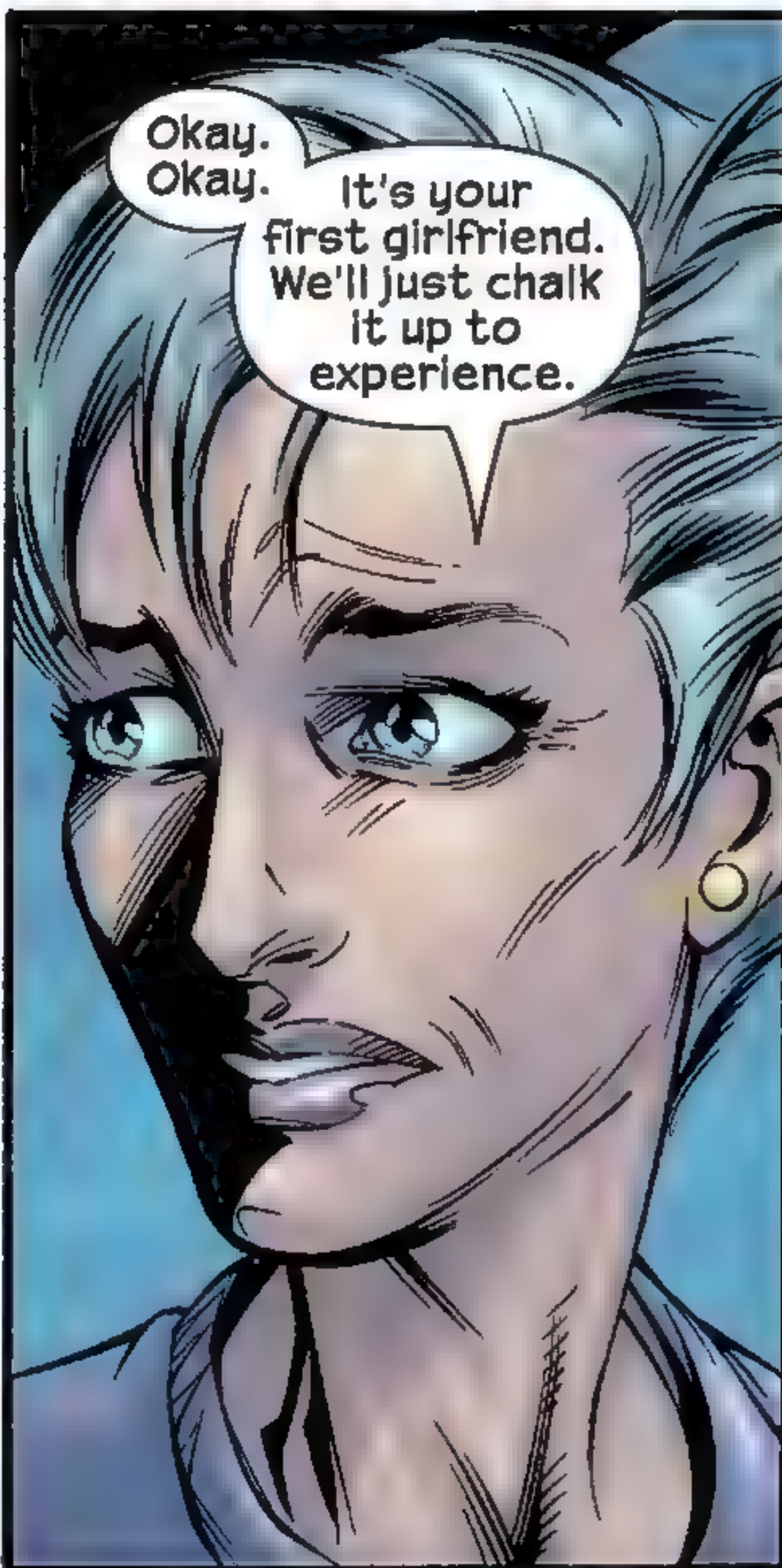
I shouldn't have made you go if you didn't want to.



I'm sorry about Saturday night.

I-- I didn't mean to lie to you, Aunt May.

I didn't mean to.



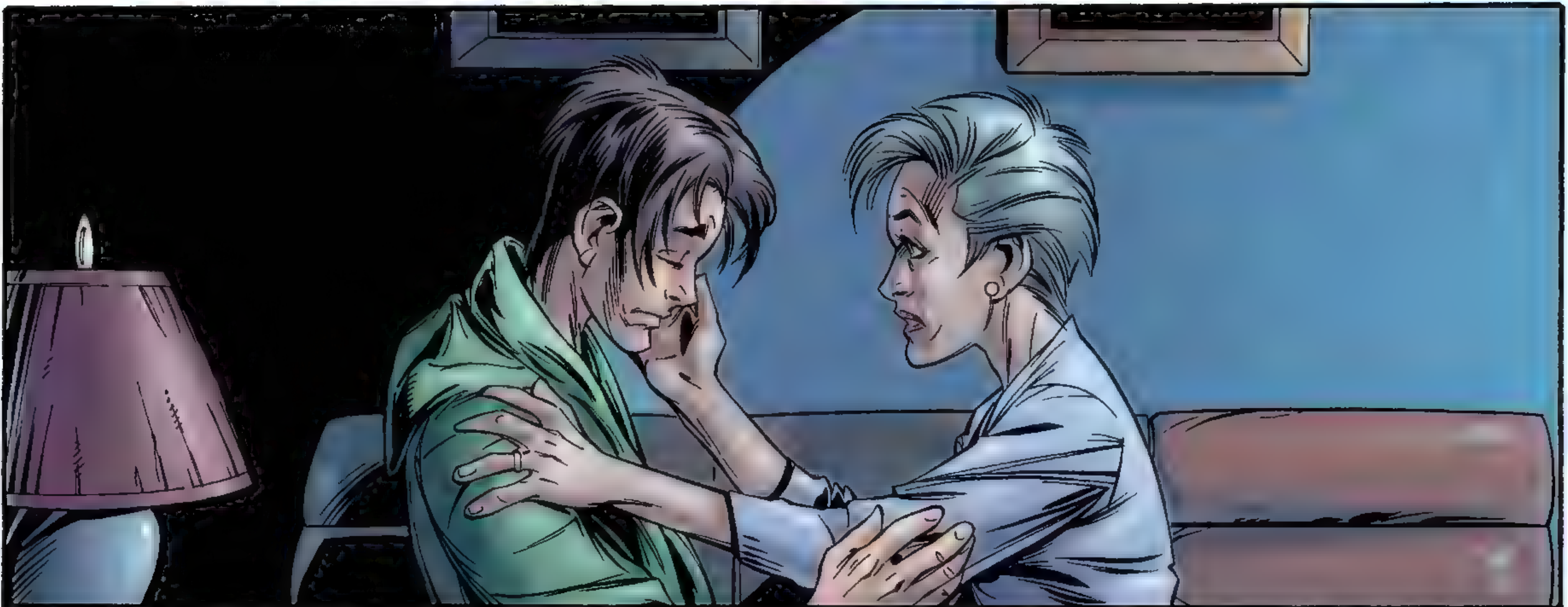
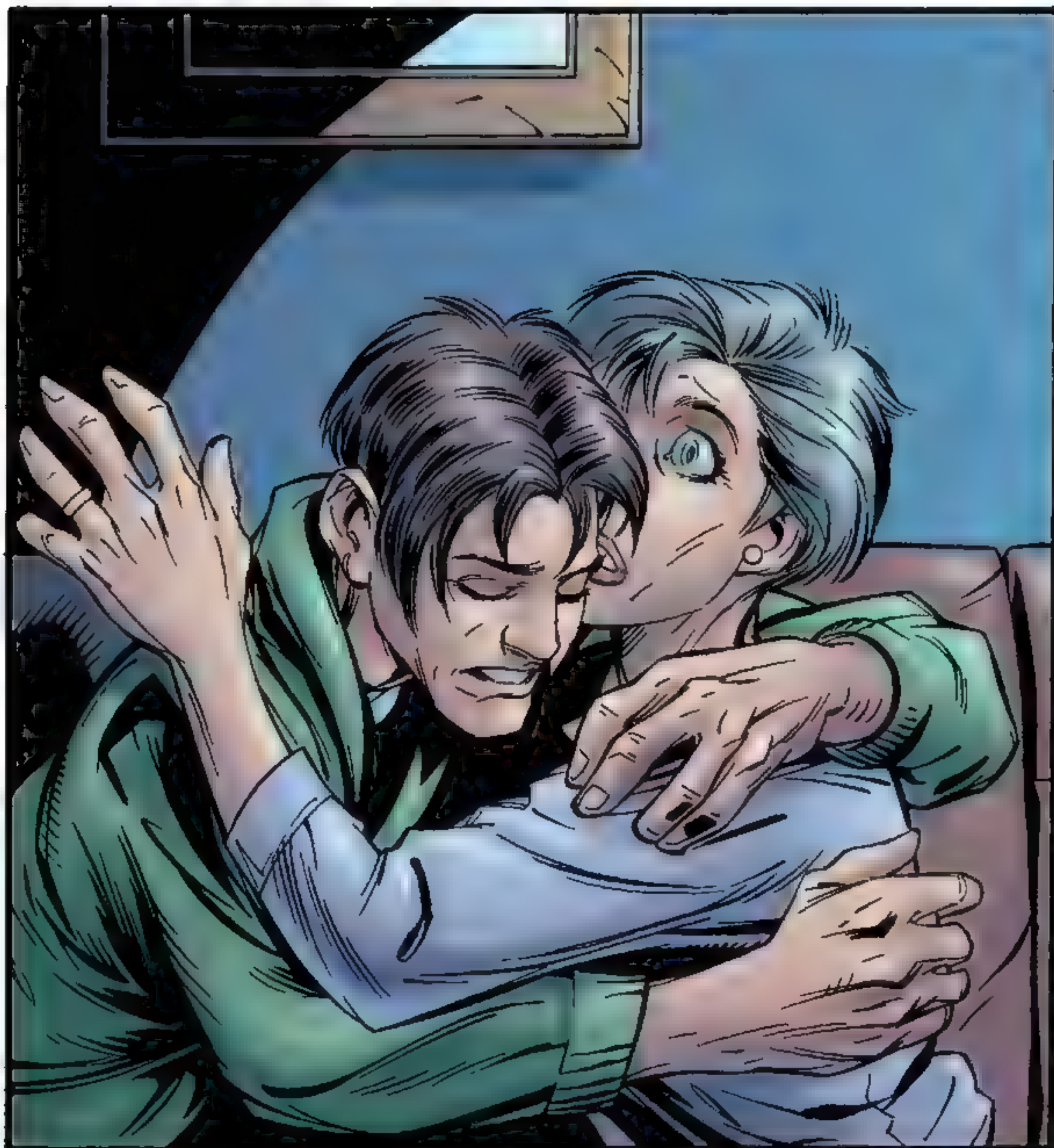
Okay. Okay.

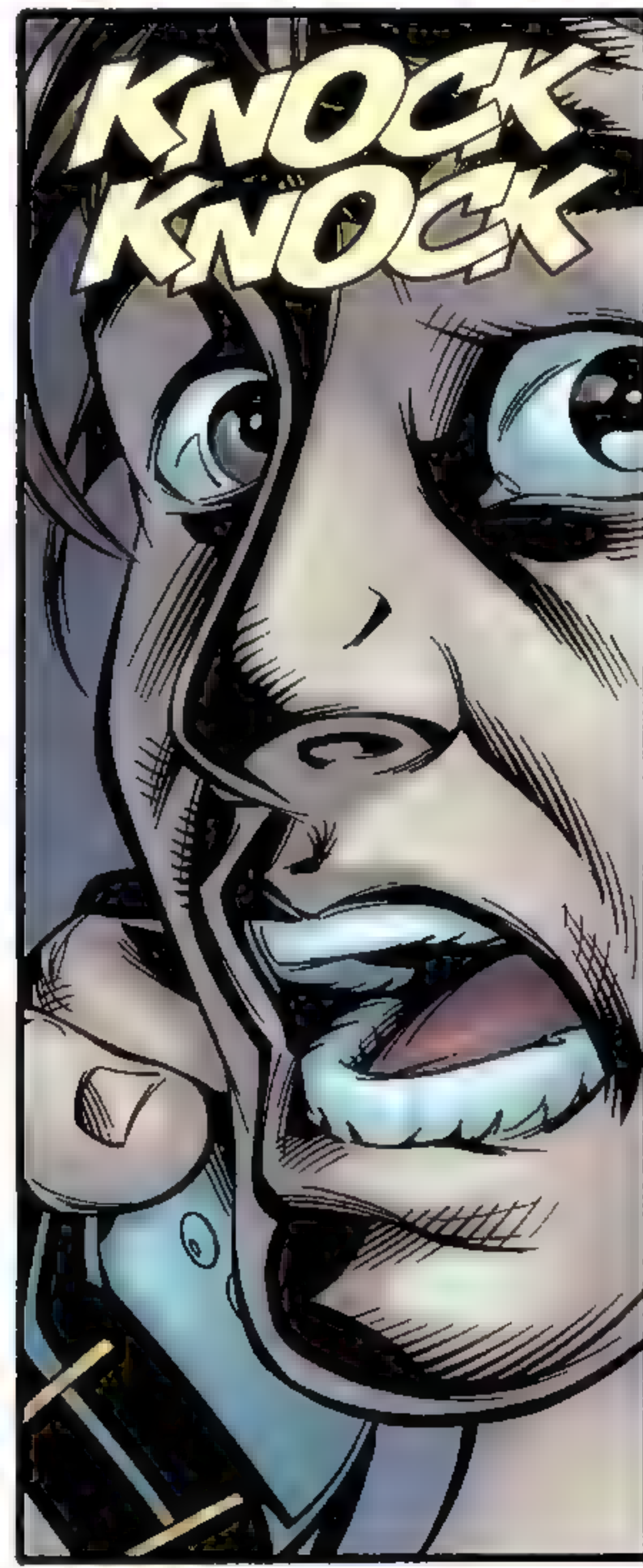
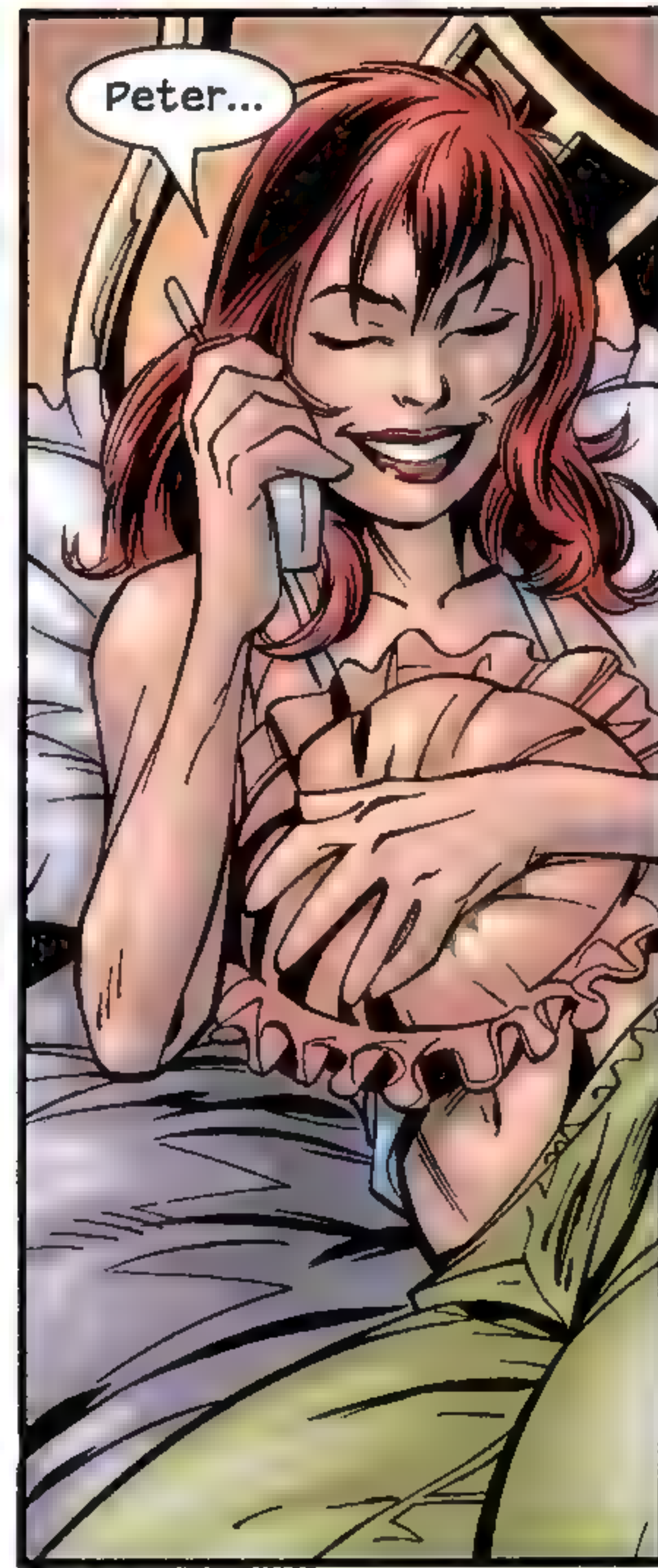
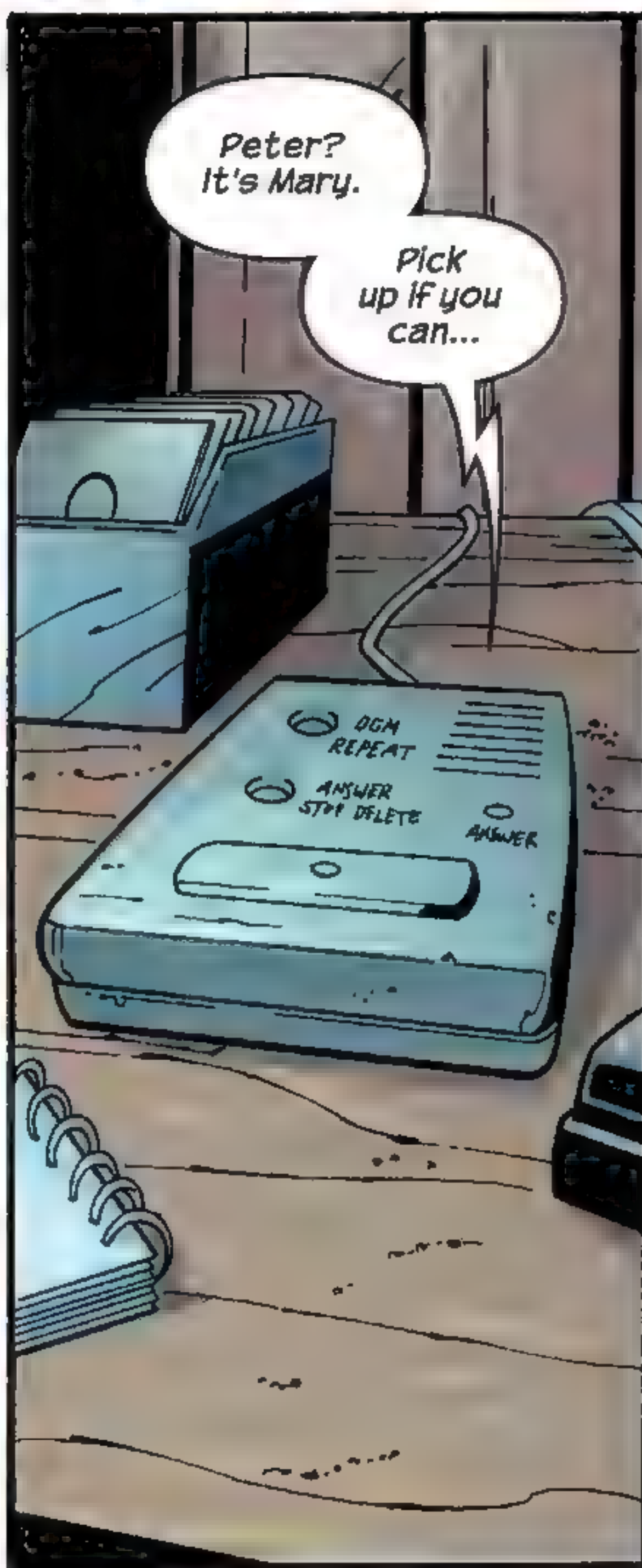
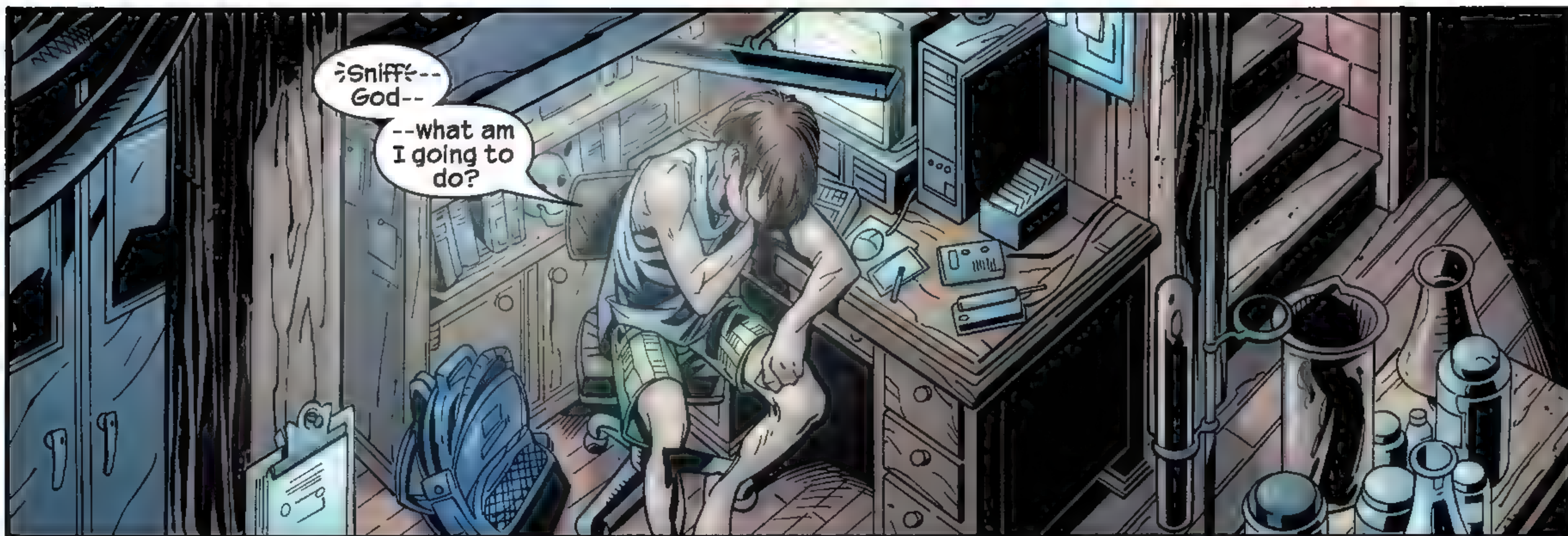
It's your first girlfriend. We'll just chalk it up to experience.



Okay. Okay.

It's your first girlfriend. We'll just chalk it up to experience.



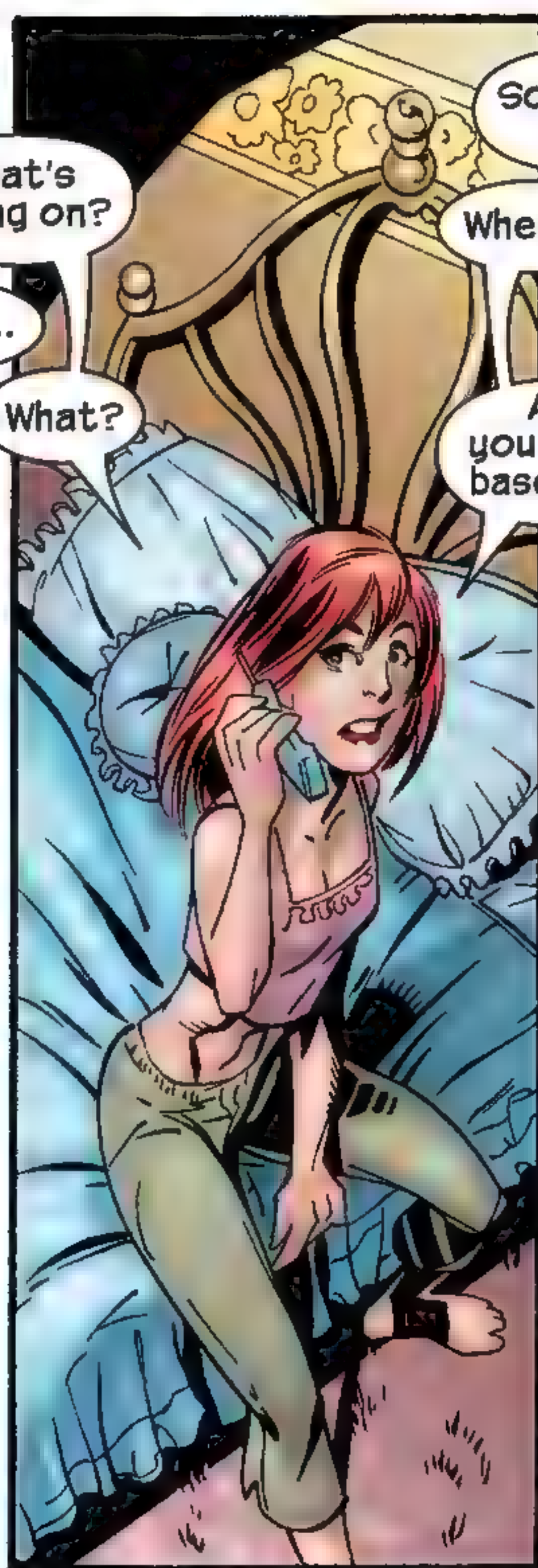




Oh man...

What's going on?

What?



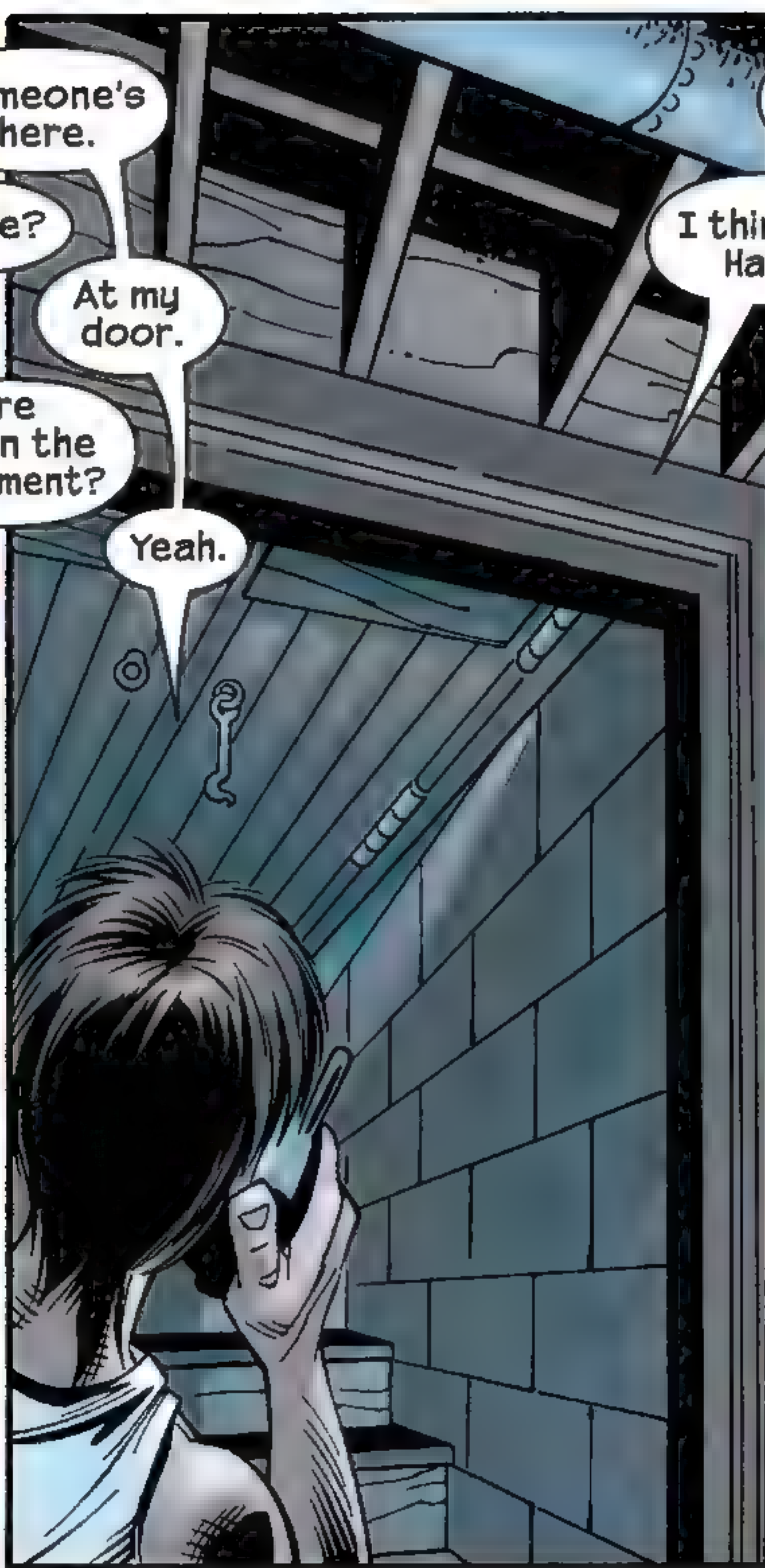
Someone's here.

Where?

At my door.

Are you in the basement?

Yeah.



Who is it?

I think it's Harry.

At eleven o'clock at night?

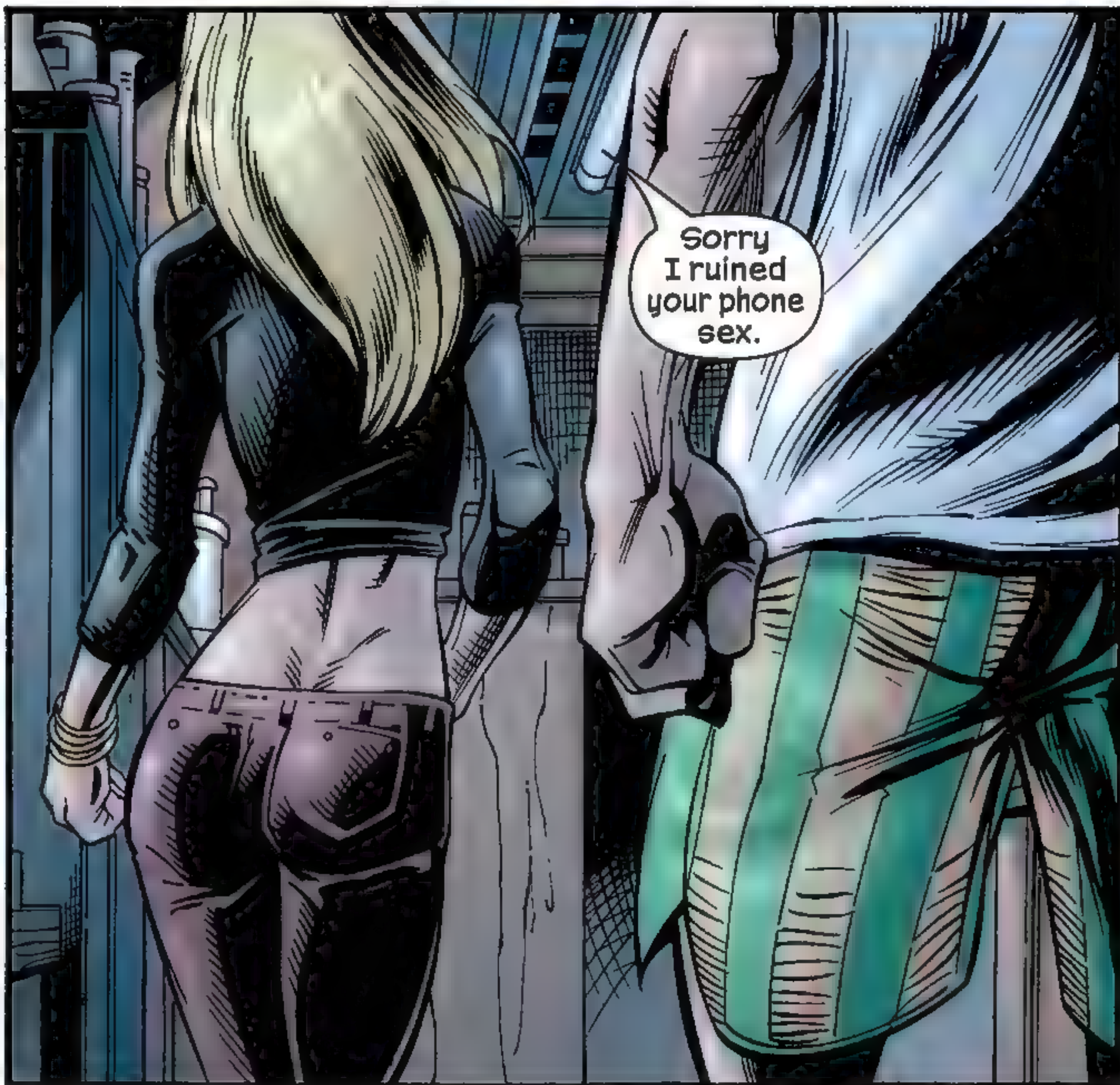
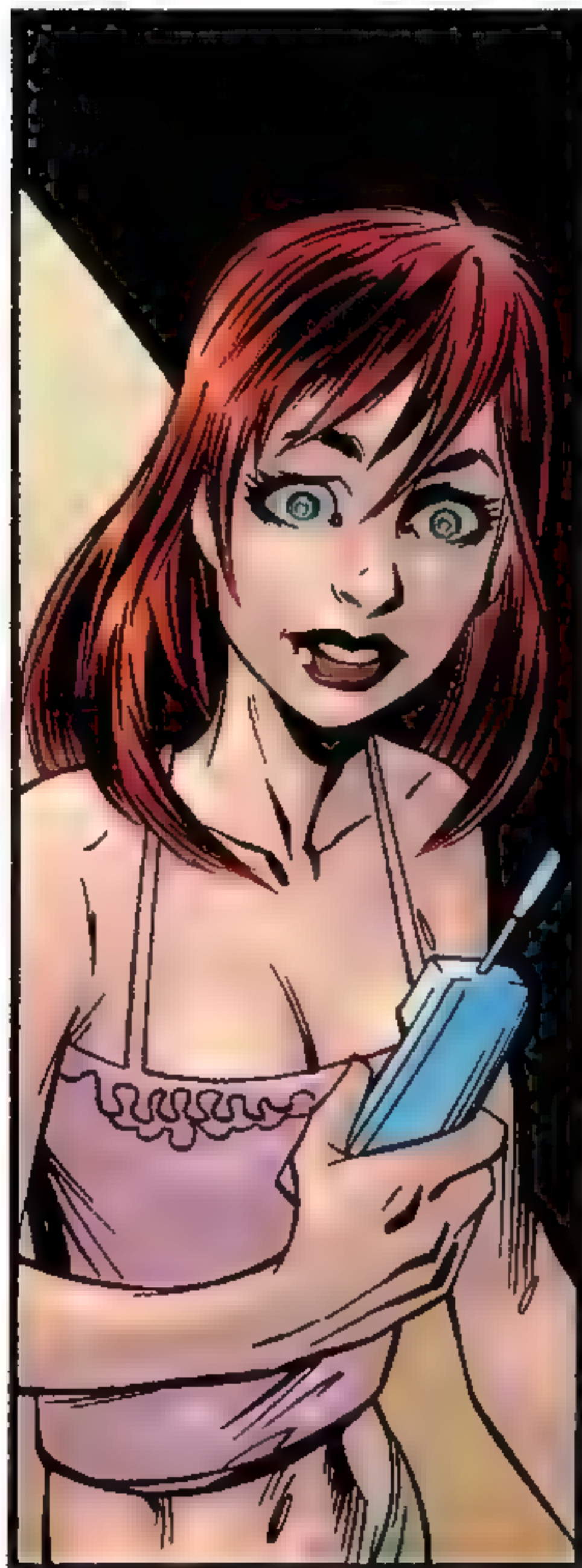
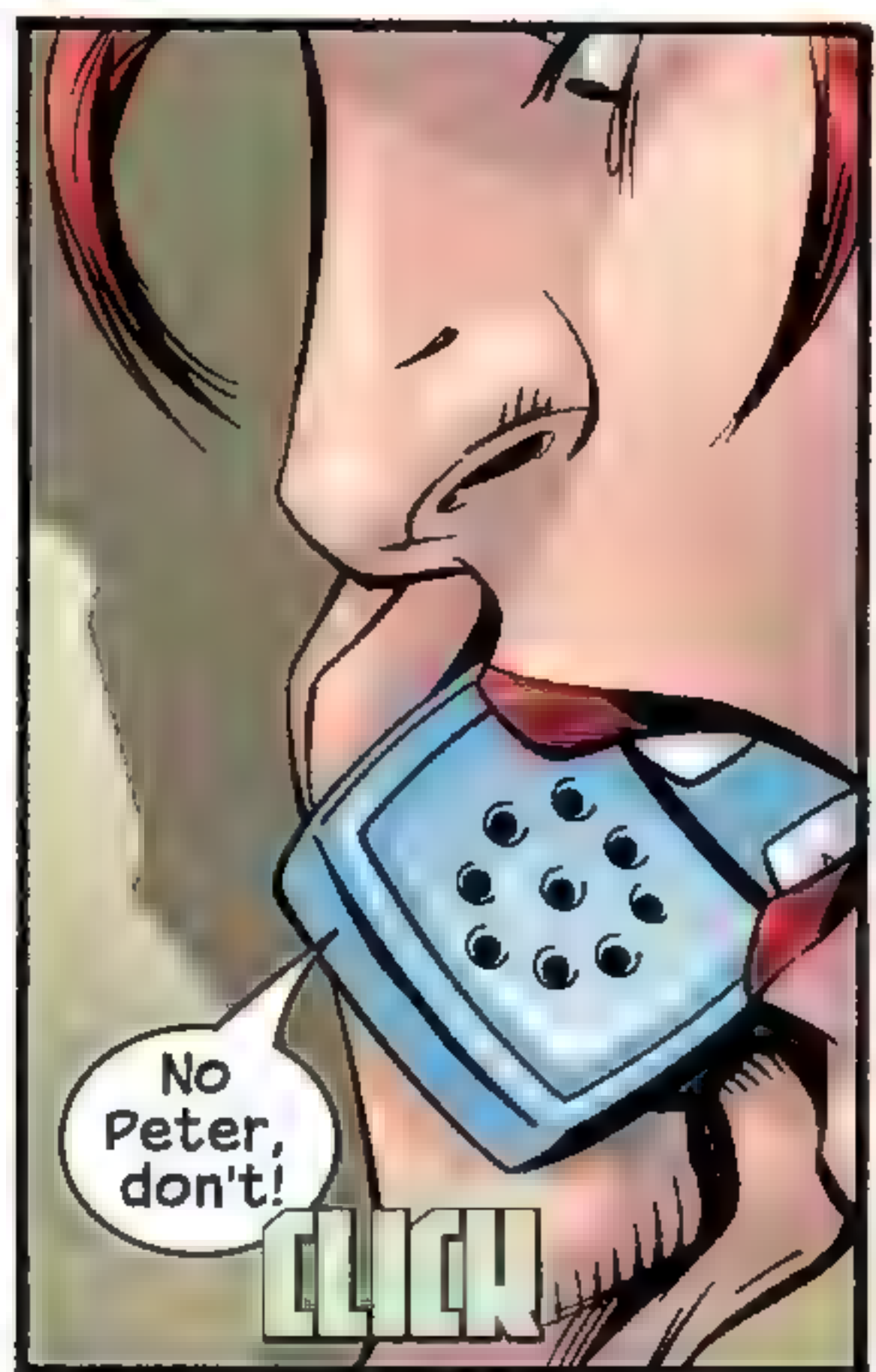
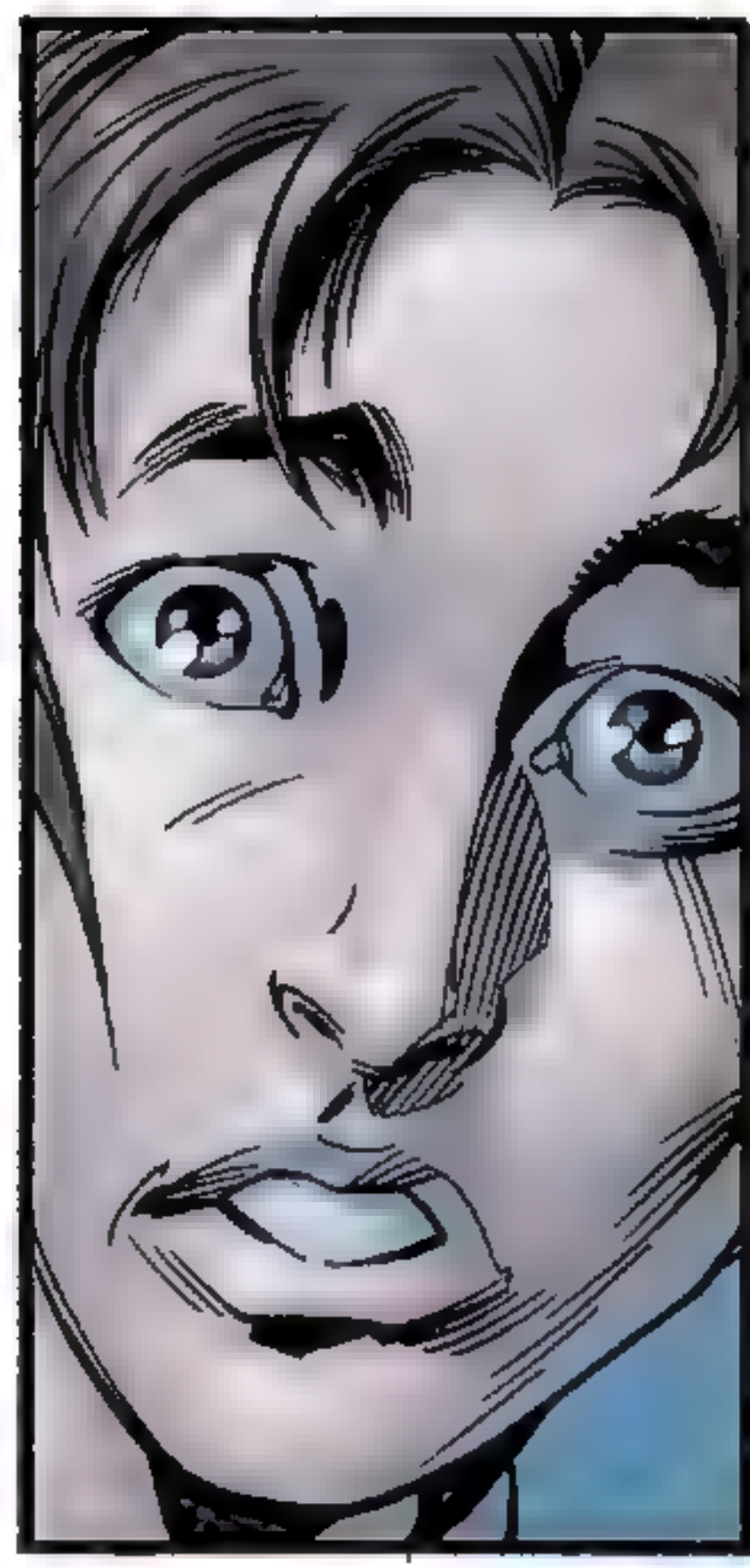


Oh, man.

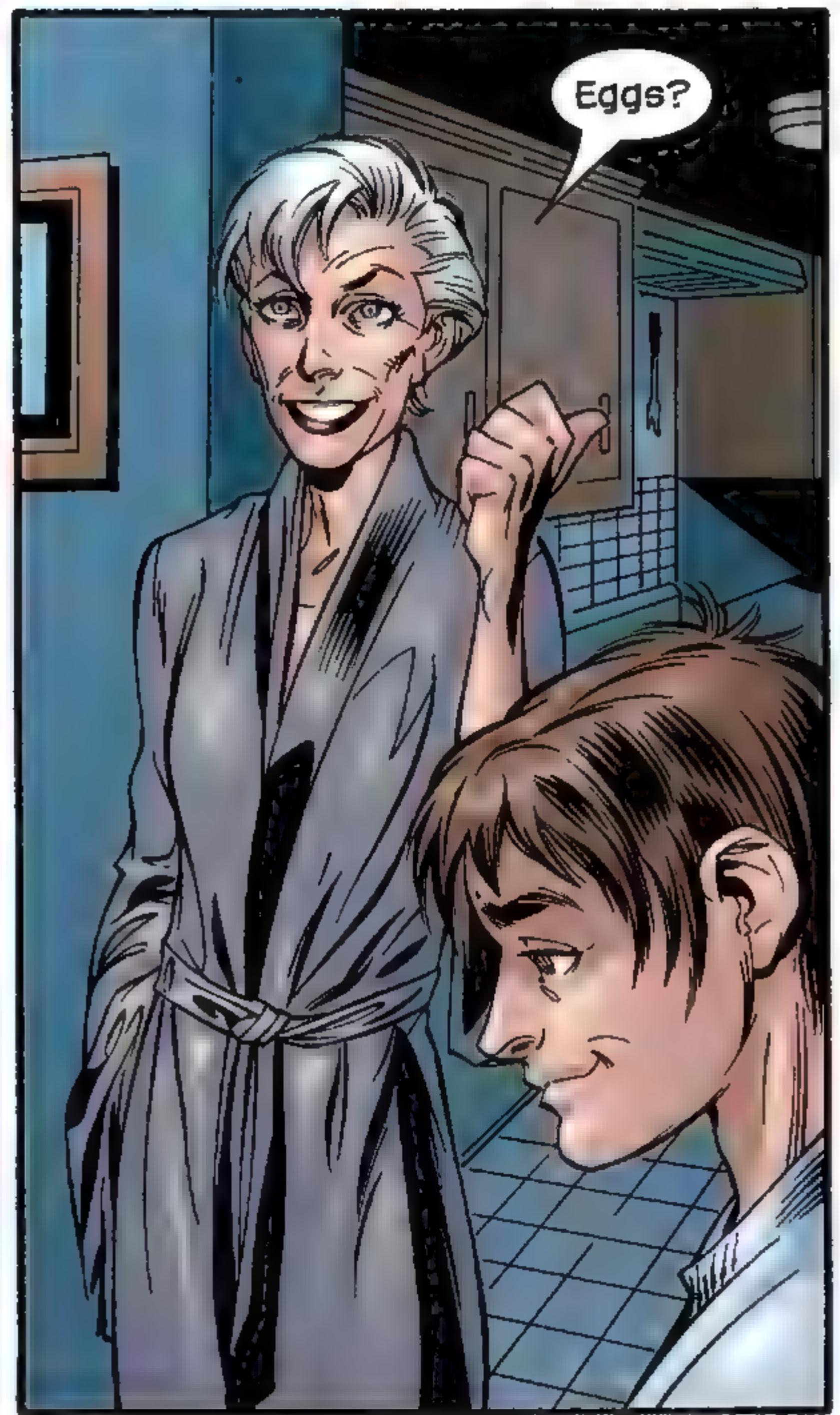
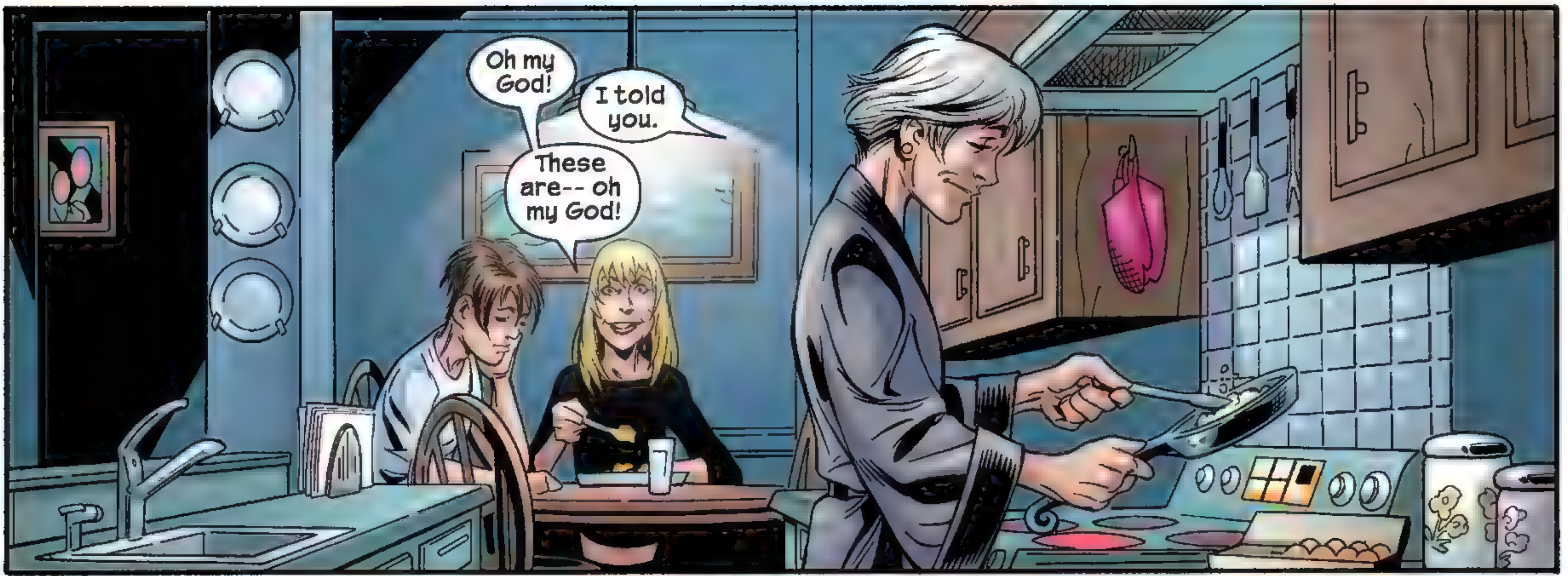


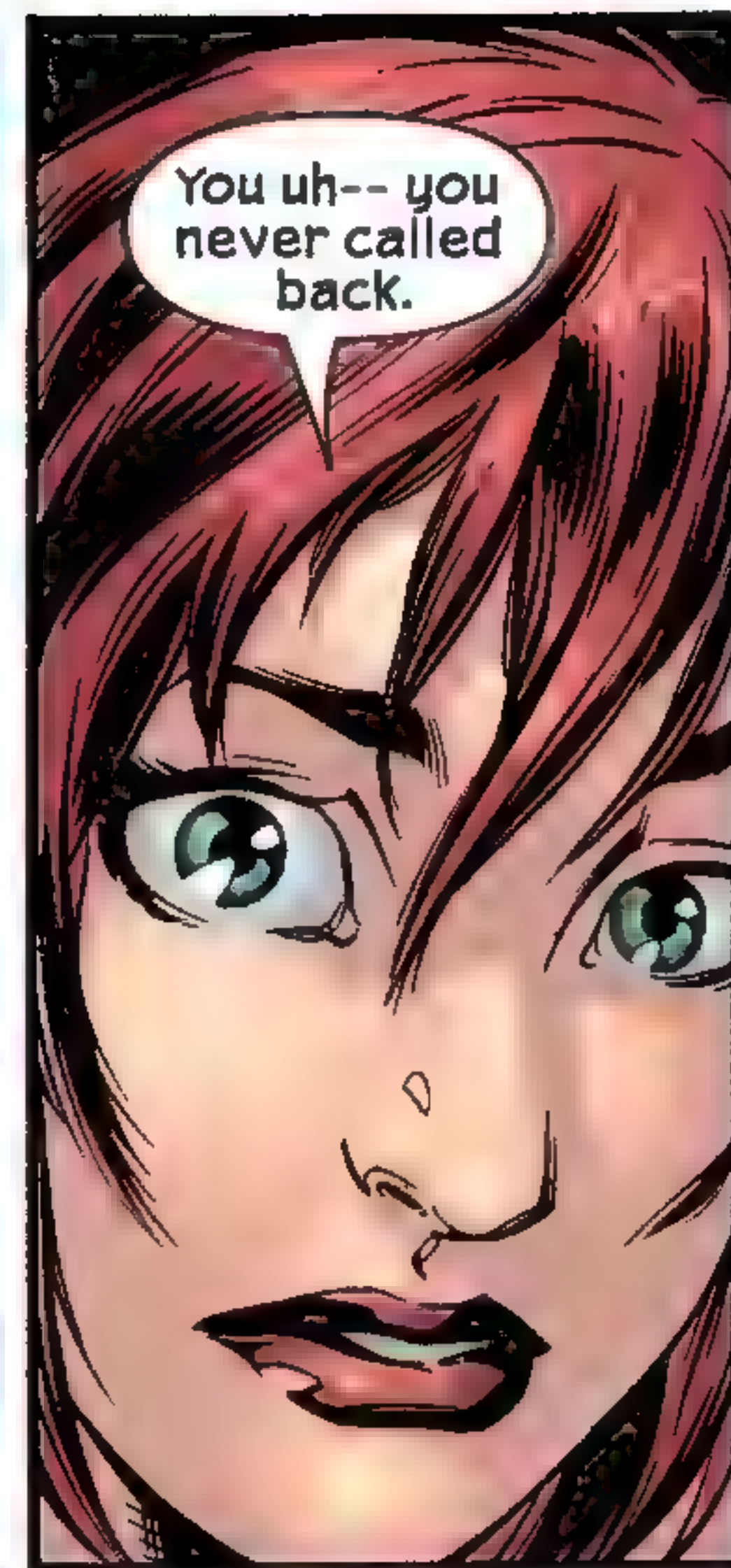
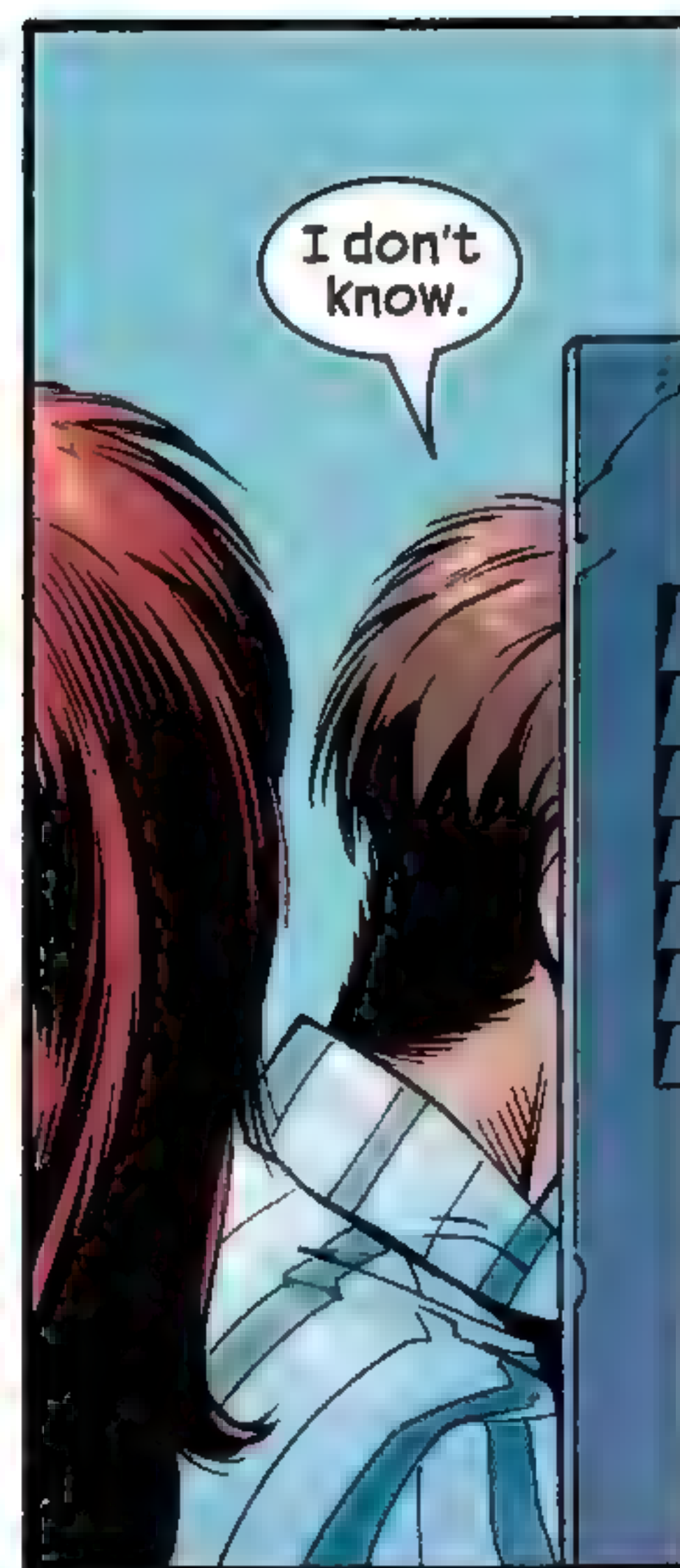
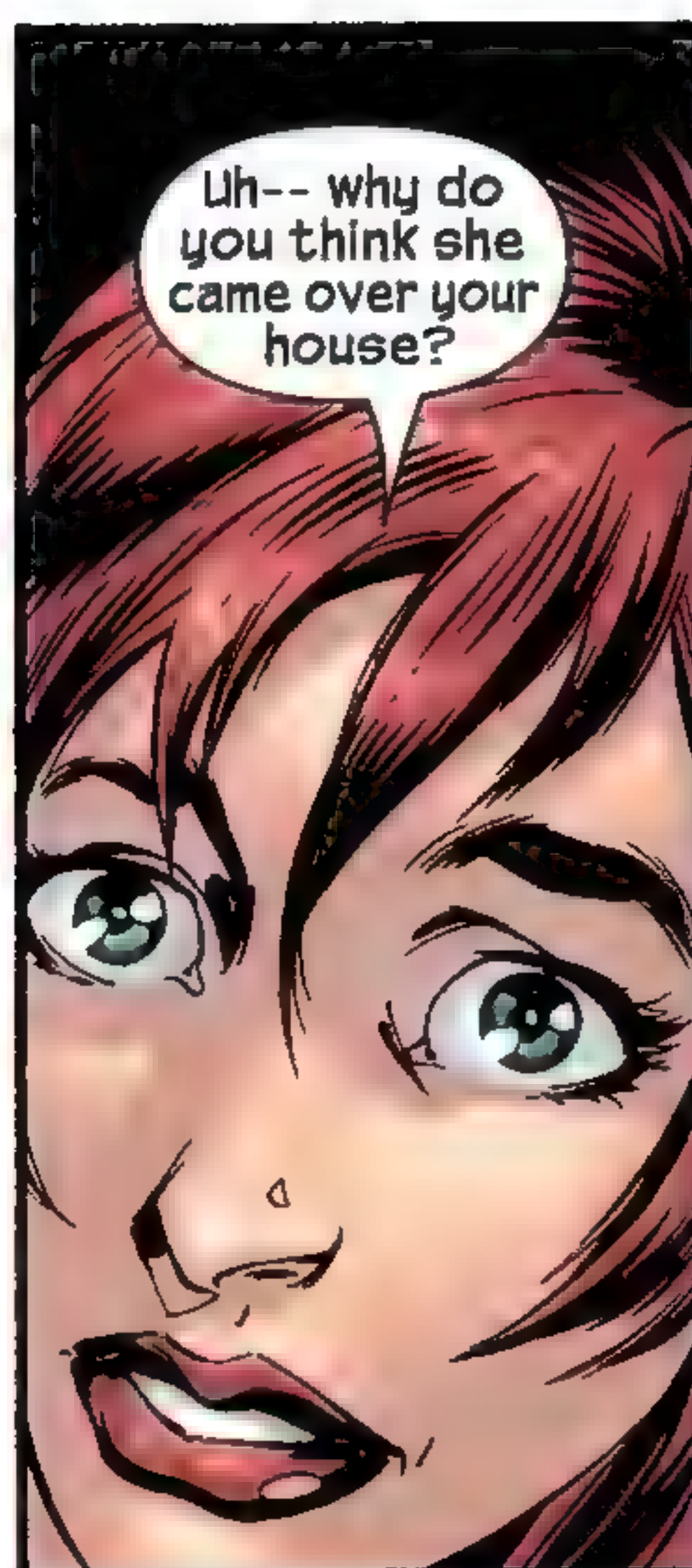
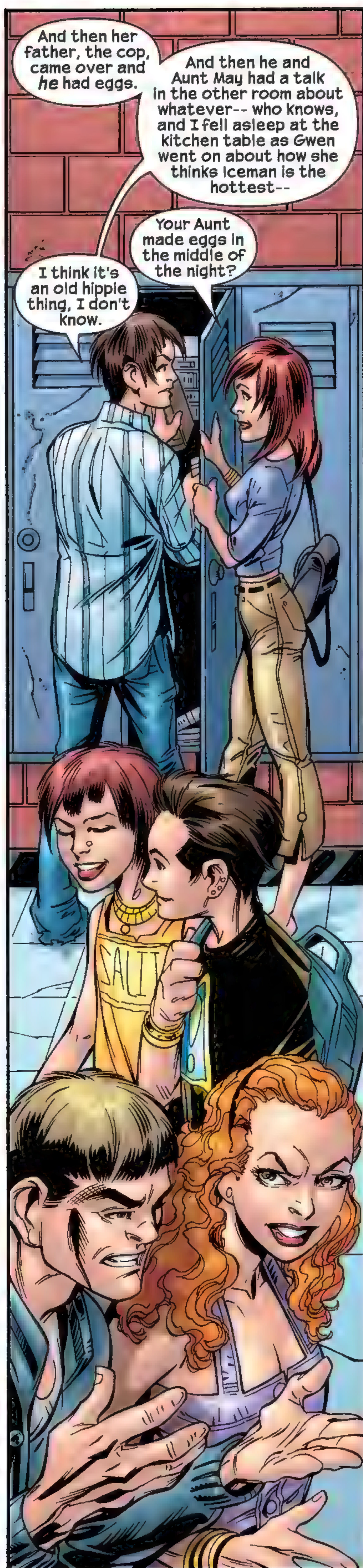
Hold on...

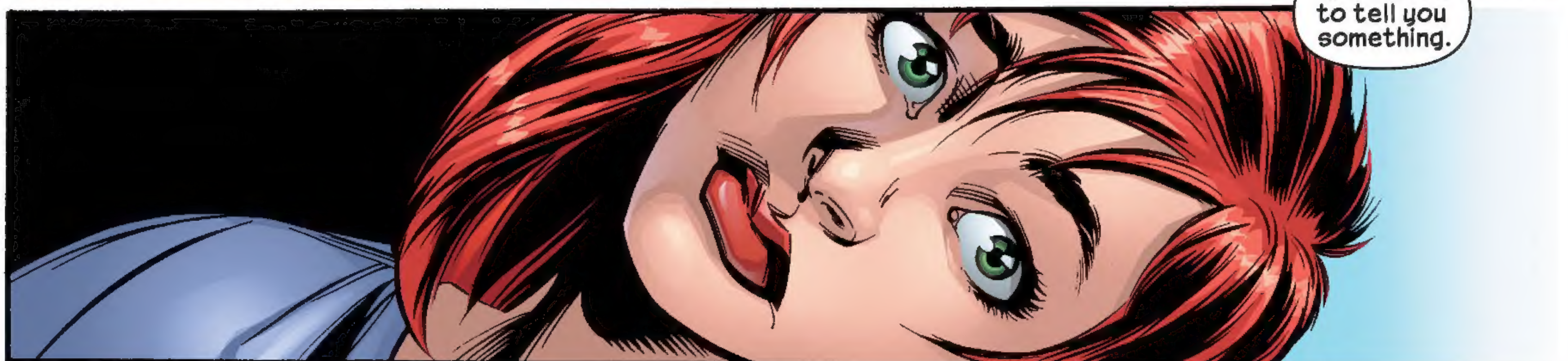
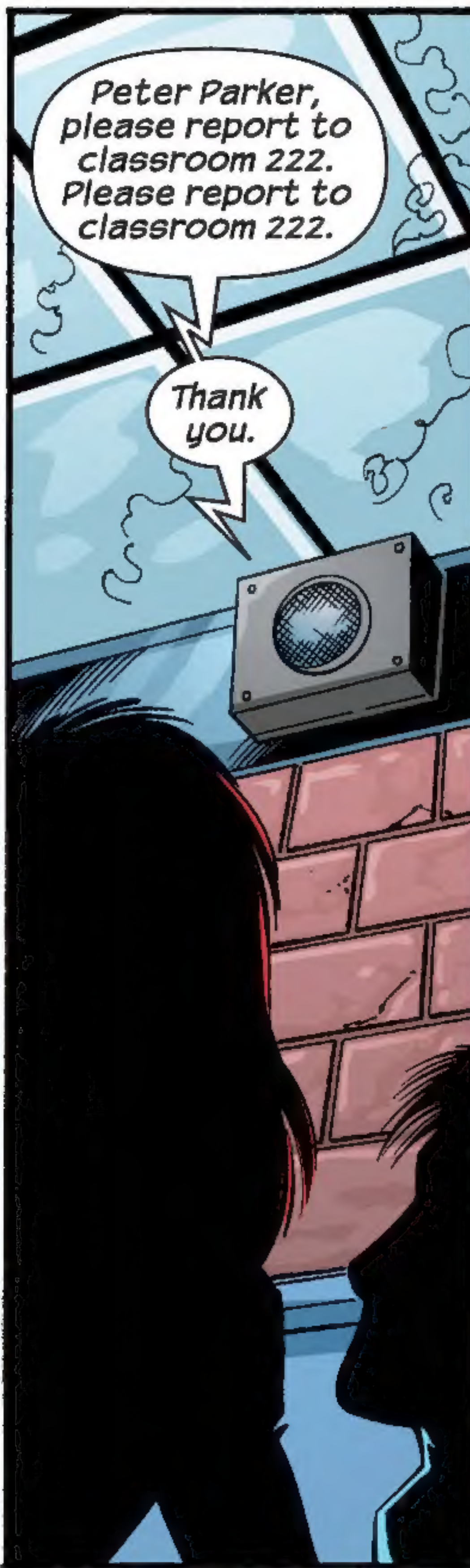
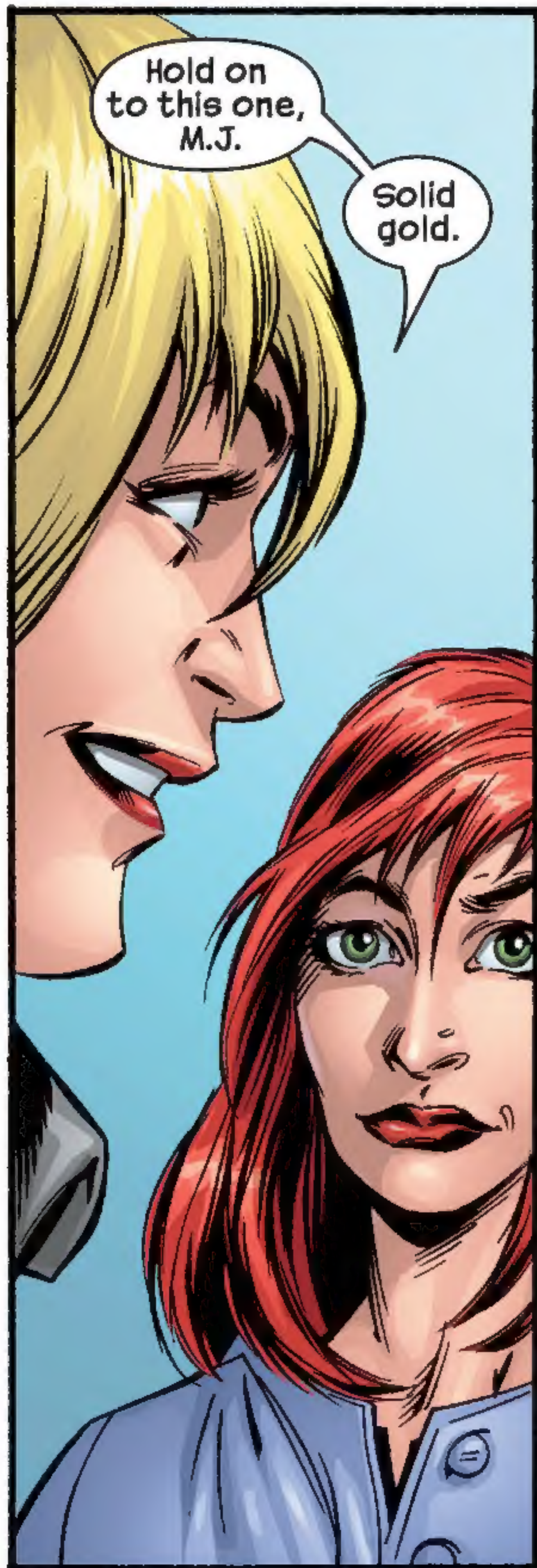
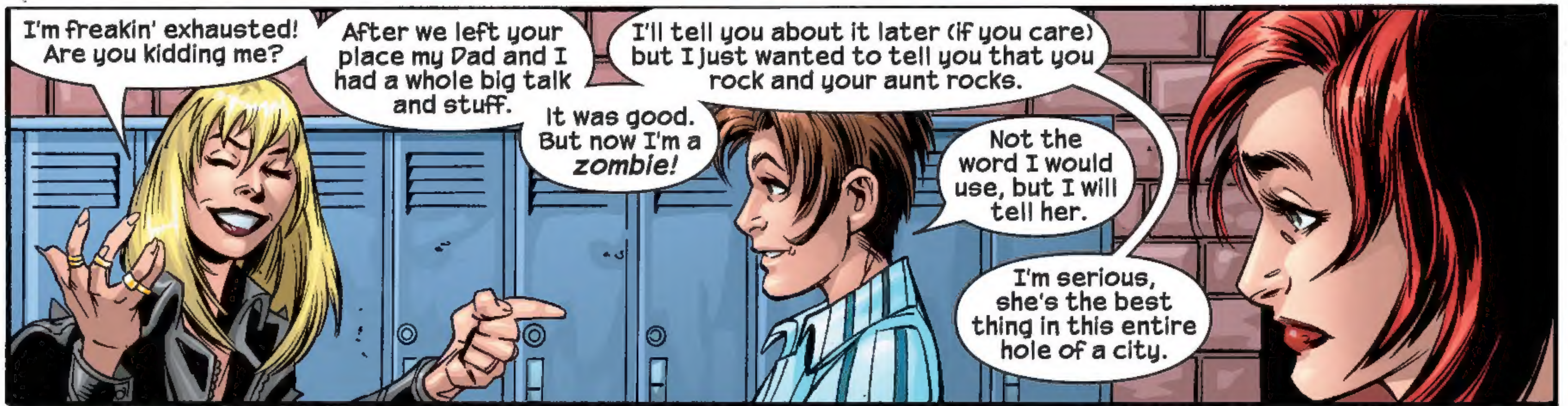


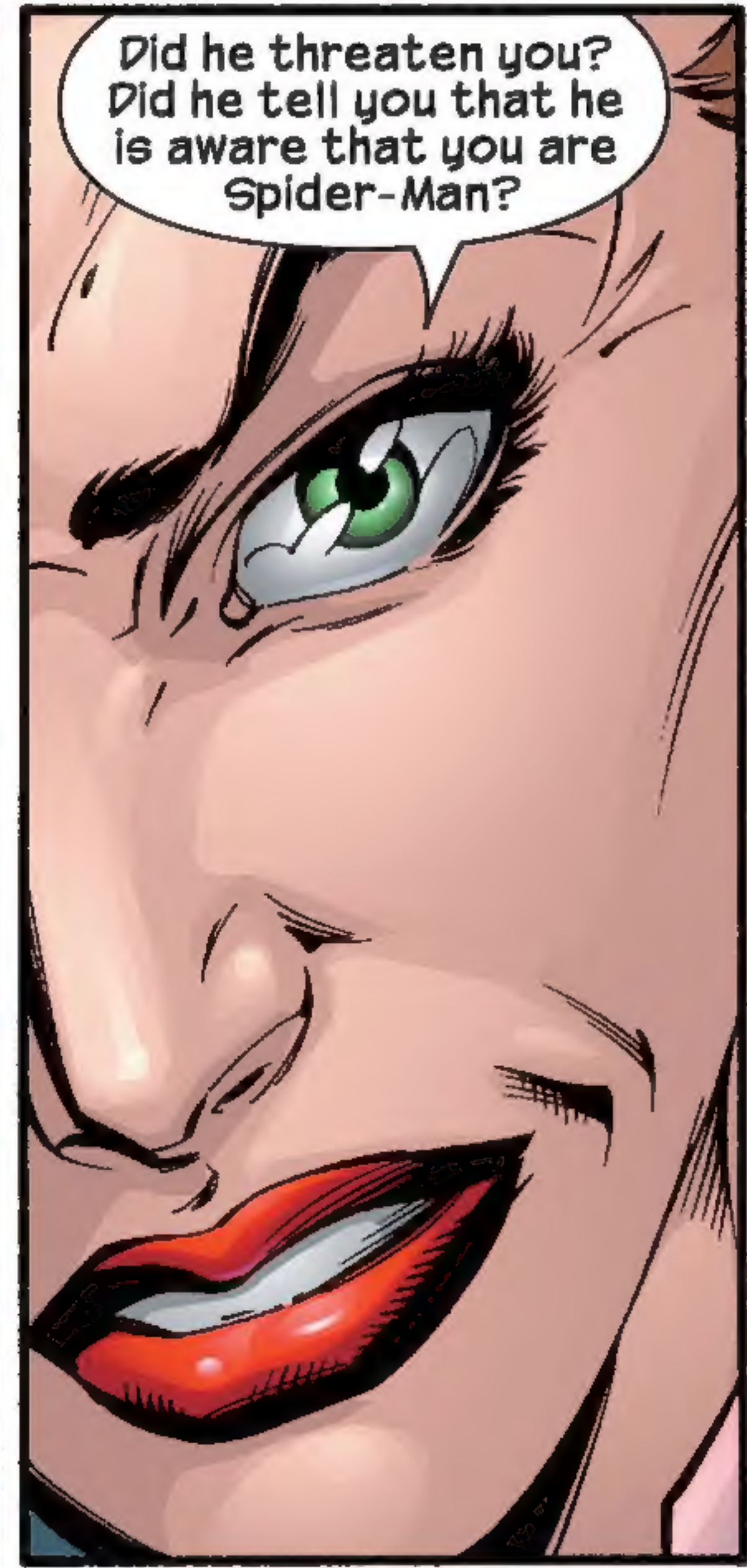
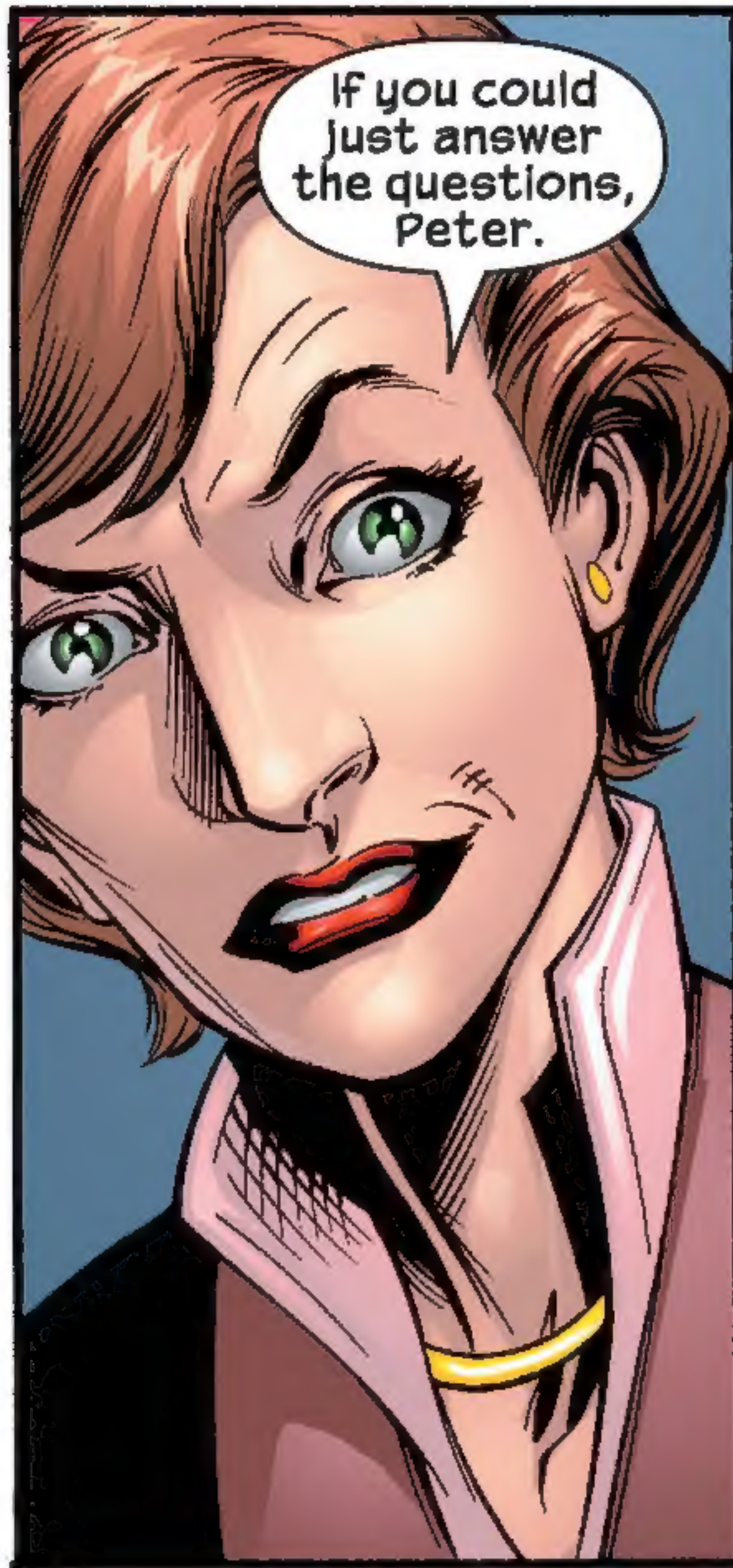
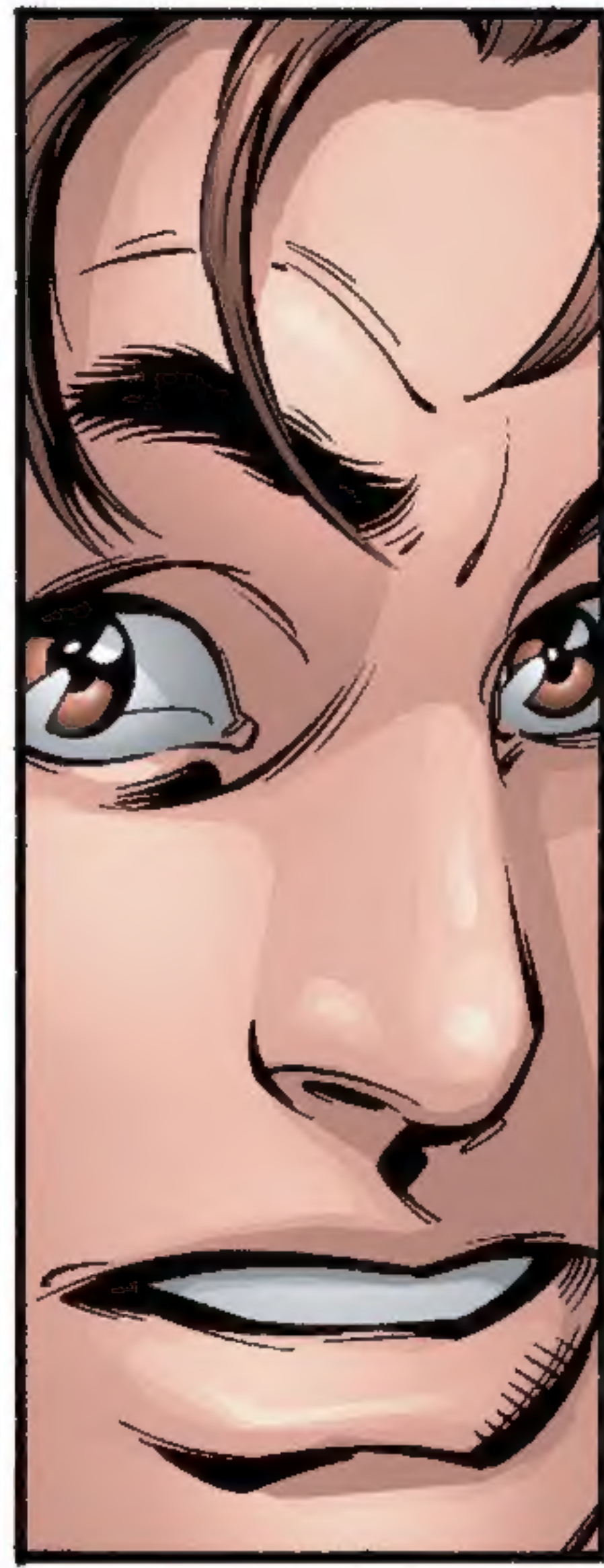
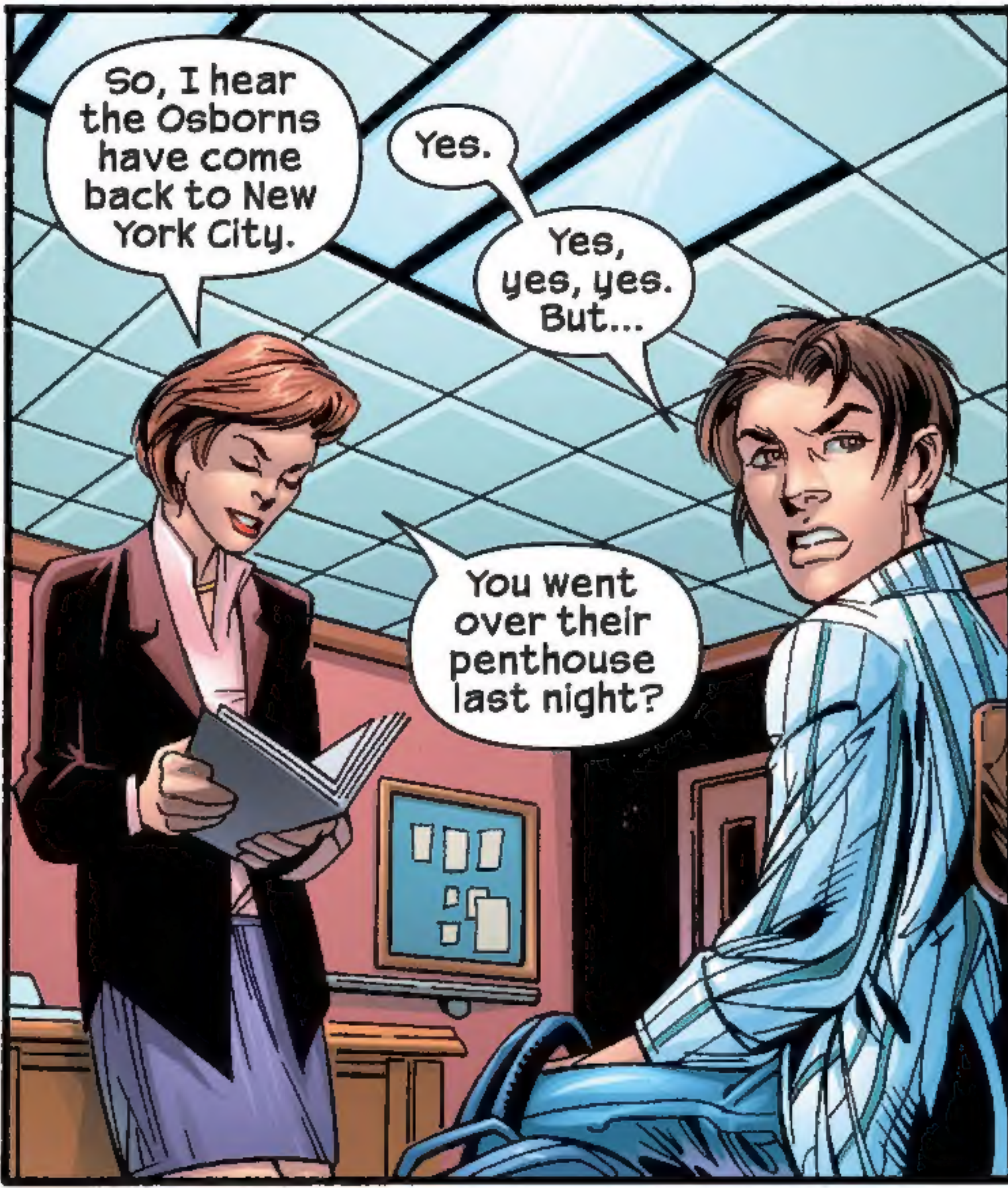
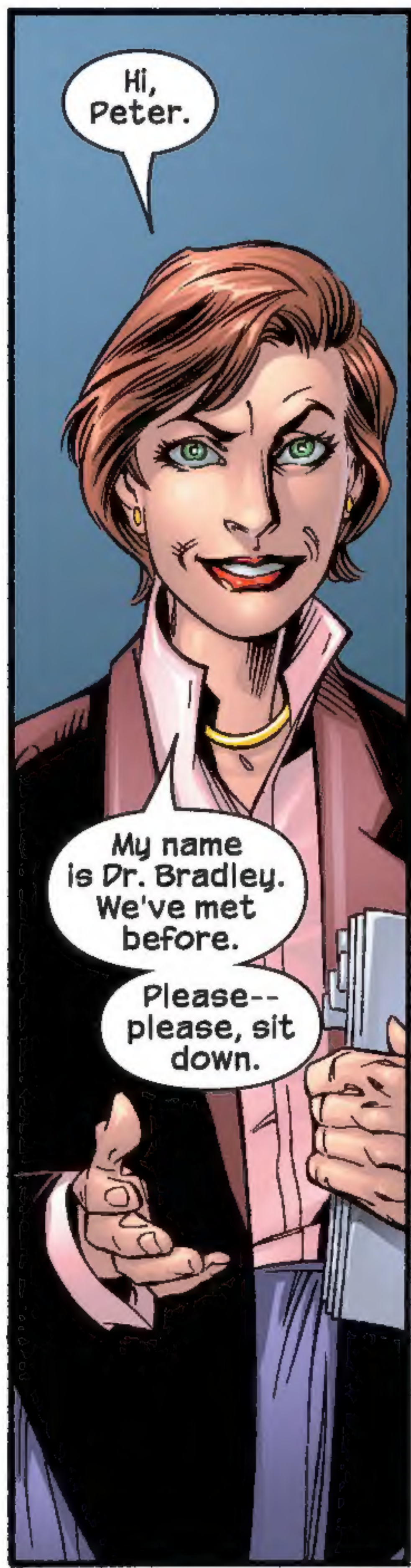


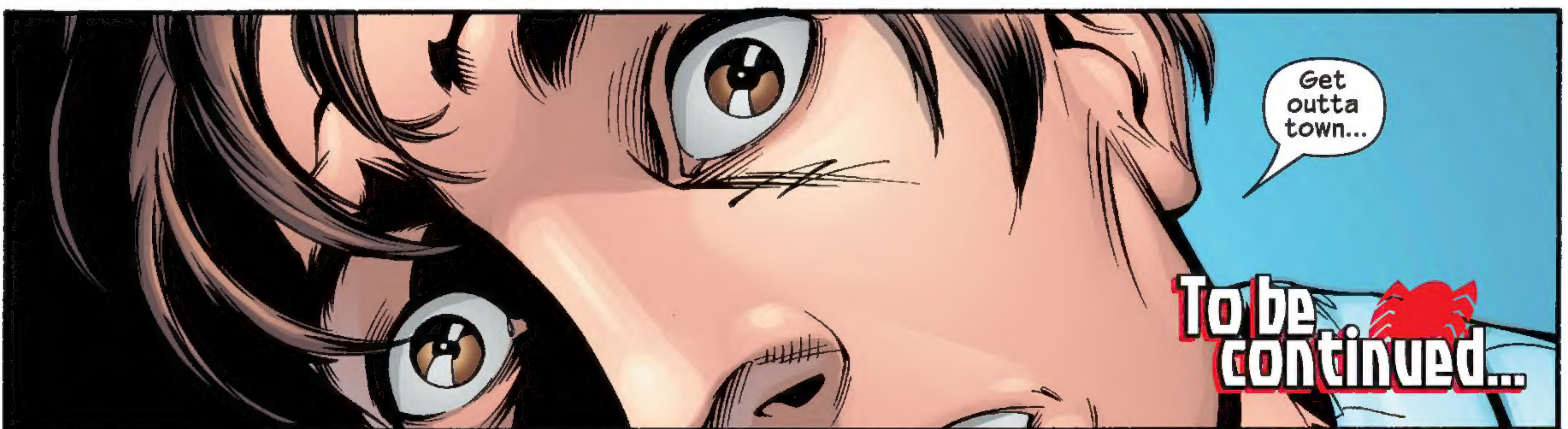
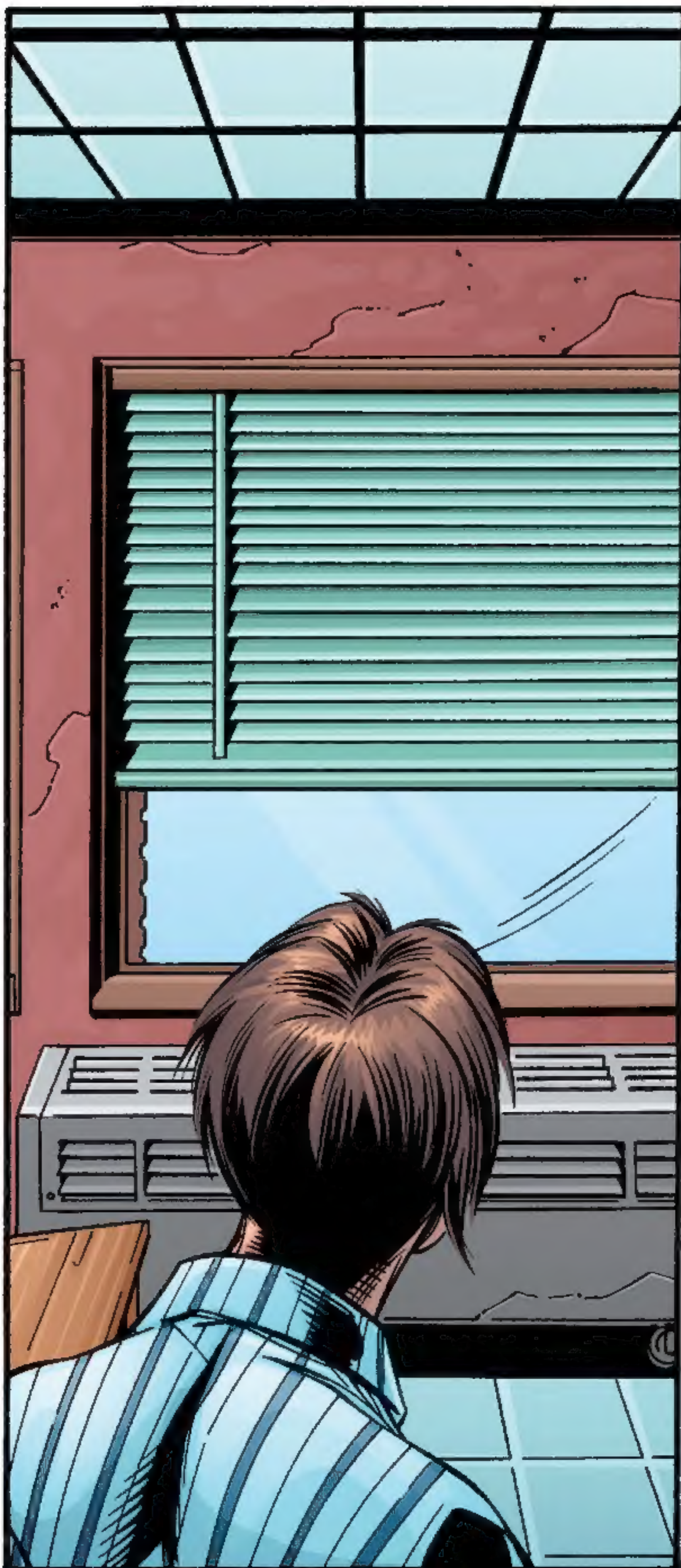
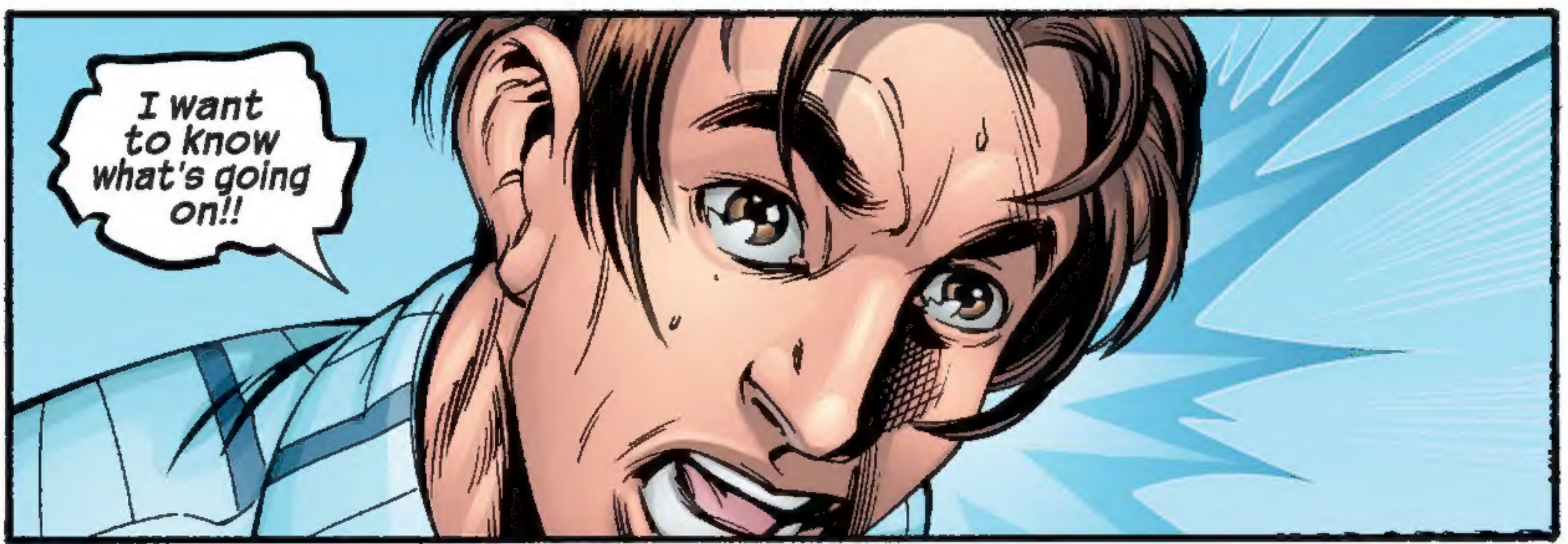














SON OF

ULTRAMAN